

**MINUTES OF THE CHS ALLIANCE BOARD**  
**19<sup>th</sup> September 2023: 10.00am – 13.00pm - 21<sup>st</sup> September 2023: 13.00pm – 16.00pm**  
**Virtual Meeting via Teams**

**PRESENT:**

Shahid Ali (SA), Michael Barnett (MB), Allan Calma (AC), Lola Gostelow (LG, Chair), Yegana Guliyeva (YG), Coleen Heemskerk (CH), Shama Mall (SM, Vice-Chair), Susan Otieno (SO), Sarah Pelicaric (SPe), Marina Skuric Prodanovic (MSP), Meg Sattler (MS), Carly Sheehan (CS), Michael Wickham Moriarty (MWM)

**IN ATTENDANCE:**

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

**APOLOGIES:**

Sarah Pelicaric: 19.09.2023 between 10:00am and 12:30pm

Coleen Heemskerk: 19.09.2023 from 11:50

Allan Calma: 19.09.2023

Michael Barnett: 19.09.2023

Yegana Guliyeva: 21.09.2023

Meg Sattler: 19.09.2023 between 10:00am and 10:30am and 21.09.2023

Eoin Wrenn: 19.09.2023 and 21.09.2023

Rehema Kajungu: 19.09.2023 and 21.09.2023

Susan Otieno: 21.09.2023 (intermittent)

**ABSENCE:**

Gloria Soma: 19.09.2023 and 21.09.2023

**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), Patrick Hartmann (PH, CFO), Adrien Muratet (AM, Verification Lead), Trude Strand (TS, Director of Policy, Impact & Advocacy)

## **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 noted the significant number of apologies for this Board meeting and emphasized that board members have a one-year advance notice of meeting schedules. She urged board members to ensure their presence at these meetings and kindly requested improved attendance in future meetings. MWM noted that in the UK charities are required to publish the attendance of Board meetings and other governance committees.

**Action:**

- ◆ *CK: share statistics on Board attendance for the last 5 meetings with LG*

*MC and MS joined the meeting.*

The meeting continued with a roundtable update on activity by Board members in support of the CHS since the last board meeting.

LG thanked the Secretariat for their efforts in organizing the meeting and the distribution of the papers.

1.2. Approval of agenda – for approval

**The agenda was approved by consensus.**

1.3. Minutes of June 2023 Board meeting – for approval

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

1.4. Action arising not appearing – for information

The actions arising document **was noted**.

MWM expressed his intention to propose Nancy Ette, Director of Operations of the ACT Alliance, as a member of the FRAC committee.

**Action:**

- ◆ *Secretariat: confirm the procedure for adding Nancy Ette as a FRAC member*

1.5. Governance Calendar for 2023 – for information

The Governance Calendar **was noted**.

LG drew attention to the upcoming ad hoc meeting on the CHS Revision scheduled for November 13th and emphasized the importance of full attendance during this meeting.

LG inquired about the availability of Board members for a face-to-face meeting scheduled for 21-22 March 2024. This would be linked to a 20 March Revision launch event. Various Board members provided feedback.

**Action:**

- ◆ *CK: send an invitation for 2024 Board meetings once timings have been validated*

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

Q&A session on the ED report

Deliverable 1.2. LG enquired on the forthcoming steps to build a structured Peer Review process. TW indicated that this is a key priority over the next six months. The Collective Peer Assessment mechanism will be advanced first, with valuable feedback on this being gathered at member meetings linked to the Revision workshops taking place worldwide. A concept note has been completed with a related donor funding pitch to be completed by year end. An outstanding question is which two countries to select for pilot.

Deliverable 3.3. CH enquired on the prioritization given to this deliverable. TW updated that the current work is focused on engaging with local members, to encourage them to be advocates for reduced duplication of due diligence processes by using CHS verification as a basis for core commitments. For example, by sharing positive examples of where this is happening. An advocacy campaign is needed around this, post the Revision launch.

Deliverable 3.5. SO asked how climate change related issues are being reflected in the revised CHS. TW confirmed that climate change has been one of the key issues raised during regional consultations. The specifics of wording changes to the CHS will be clearer post analysis of the next round of feedback.

Deliverable 4.3. A discussion on donor funding was initiated by MWM, with TW providing detail on recent developments. A strategic pitch linking accountability and localisation elements is in development that is expected to resonate strongly with evolving donor interests. MSP noted that demonstrable greater local connection/presence would support the fundraising effort.

TW noted that Collective Peer Assessments, along with the plans for Regional Committees and opportunities linked to the Closing the Accountability Gap project, are all important elements in driving the localization agenda. Plans for each of these work streams are in place, with activation now starting. The Board again reiterated its willingness to support CHSA fundraising strategy and outreach.

Evolving donor attitudes to verification mechanisms were also discussed, with TW agreeing to keep the Board informed and consulted on developments in the coming months.

#### **Action**

- ◆ *Secretariat: organize a doodle for an ad hoc zoom meeting for interested Board members on localization and APP*

#### **The ED report was noted.**

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

*RA attended the session.*

SO introduced the session. LG expressed appreciation for the work of MNC members and the Secretariat, noting the significant work required by both before nominees are presented.

#### **3.1. New members - for approval**

The Board unanimously approved the admission of 8 new members, following the recommendation of the MNC:

- ABAAD – Resource Center for Gender Equality

- Association Malienne pour la Survie au Sahel
- Friendship Bangladesh
- GOPA-DERD
- IMDAT Relief and Development
- Integra Foundation
- International Health Partners (IHP)
- LASOONA, Society for Human and Natural Resource Development

It was highlighted that there was significant sectoral and geographic diversity among the new member cohort.

### 3.2. Membership fee review recommendations – for information

RA provided a summary of the fee review project undertaken, culminating in a joint FRAC and MNC meeting held in June 2023.

The primary objectives identified were to:

- allow CHSA to achieve its strategic objective for growing the movement;
- provide certainty, fairness and transparency for members;
- deliver income stability for the CHSA's own planning up to and beyond the present strategic planning period.

The key recommendations were:

- development of a Solidarity Fund that members can apply to, for support to increase their capacity to meet the CHS Commitments;
- retain current categories with minor pricing adjustments (in the CHF1-5 million fee band) and avoid price rises in 2024.

MVM expressed appreciation for the strong contribution of former treasurer John Beverly to this fee review process.

The creation of the Solidarity Fund was recognized as an important new element in driving a culture of transparency, for the benefit of CHSA members.

MSP noted that the proposed fee change in the CHF1-5 million fee band needs to be considered in the context of all the fee bands – to ensure the change would not negatively affect membership attractiveness in other bands. RA clarified that scenario planning had been undertaken across all bands, with the recommendation expected to impact member recruitment in only a positive way.

YG questioned why more Ukrainian humanitarian organizations are not joining the CHSA. LG noted that in some humanitarian response arenas the primary focus of some organizations can be on the technical elements of accountability (e.g. trainings by organizations such as the Humanitarian Leadership Academy). TW also noted the work of Sphere in this area (funded by H2H).

*RA left the session.*

#### 4. CHS REVISION (paper 04)

##### Update and next steps - for information

TW updated that the Revision online consultation process was finishing imminently, with the final regional consultation workshop taking place in Bangkok on 28 September. She expressed appreciation for the highly valuable inputs provided by members throughout the consultation process.

TW explained the next steps in the Revision process, with reference to the timeframe provided in the Board papers. Key milestones include the provision of a new version of the revised CHS to the Steering Committee and Board on 6 November, followed by an ad hoc Board meeting on 13 November for Board members to provide their final inputs. A final version is planned for 30<sup>th</sup> November, after which translations will start.

A CHS visual redesign project, online training module, new Verification Framework and Guide along with other key elements will be developed before launch in March 2024. The updating of CHSA self-assessment tools will follow soon after, likely Q2 2024.

ICVA has offered a launch platform at their annual meeting in Geneva on 20 March 2024. This will be an excellent opportunity to engage with key stakeholders and networks. Opportunities for launch activities elsewhere (face to face or virtual formats) are being considered.

Discussions are underway with HQAI on adaptation of the independent verification and certification processes to reflect the revised CHS. Members who are in a current verification cycle will continue in that cycle until completion. The transition to an updated cycle reflecting the new standard is envisaged towards the end of 2024 or Q1 2025.

##### **Action:**

- ◆ *Secretariat: share calendar invite for November 16 ad hoc Board Meeting*

*SPe joined the meeting.*

#### 5. PCC (paper 05)

##### 5.1. Updated COC and Safeguarding Policy – for feedback

SPe introduced the session.

SJP explained the rationale behind the updating of the Code of Conduct and Safeguarding Policies: to reflect current best practice; to clarify and bring consistency to reporting mechanisms - between these policies and also in relation to the CHSA Staff Rules and Regulations; to (in the case of the Code of Conduct) reflect the recommendations of CHSA's own best practice guidance to members, and; to incorporate latest guidance from our internal expert on PSEAH.

*SO joined the meeting.*

Board members provided inputs (which will be considered in relation to both policies):

- Clarify the distinction between “enquiry” and “inquiry”
- More clearly separate wording on expected behavior/prohibited actions, from guidance on reporting steps
- Make clearer when breaching an expected behaviour can be considered misconduct and disciplinary action may be taken
- Consider if the wording tone can be “softened” in any areas
- Clarify our position on relationships between a staff member and their line manager

The next steps in this process will be to update and circulate the policies to staff for their possible input before proposing final versions for sign off at the December Board meeting. Subsequent training will be provided in 2024.

#### 5.2. Staff survey results - for information

SJP gave an overview of the 2023 staff survey results and methodology and thanked CK for driving the survey process and results compilation. The results had previously been shared and discussed with both the SMT and all staff.

SJP noted that the overall results were an improvement on 2021, with strong results on employees’ rating of respect and care between colleagues, working with skilled and competent colleagues, teamwork, flexible working arrangements, and the CHSA working to a very high ethical standard being particularly encouraging. Areas for improvement were noted, including communications between teams, and the SMT engaging and communicating more closely with staff.

In terms of follow up, CK will lead an inclusive process with staff to identify priority improvement areas and approaches to address them. TW added that further engagement with staff is needed in some lower scoring areas to learn more about the reasons behind them, and thus to inform action steps for improvement. The Board advised that engagement methods should allow staff members who are less comfortable speaking up in public to be able to make their contribution.

Board members recognised both the overall improvement on the previous survey feedback, and also the Secretariat's ambition to improve further. It also recognised the Secretariat’s proactivity in actively encouraging staff members who have concerns to reach out to their line manager, CK or TW.

#### Charter for Change

SPe took the opportunity to inform the Board of the “Charter for Change” HR initiative, of which CAFOD is a signatory. The initiative includes a Humanitarian Advisory Group on ethical recruitment, the next step for which is a roundtable being organised with HR specialists. SPe updated that CHSA has shown interest in the initiative and will nominate an attendee to the roundtable once further details are available.

Meeting ended 13:00pm, 19<sup>th</sup> September 2023

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Meeting resumed 13:00pm, 21<sup>st</sup> September 2023

## **6. FRAC (paper 06)**

*PH attended the session.*

MWM gave an overview of the latest position of CHSA funding and expenditure for 2023, and recent discussions at the FRAC. He noted the positive news of the conversion of many funding opportunities to confirmed status since the last board meeting.

MWM also noted the positive broadening of the donor base, including four new donors. At the same time, he observed that the average grant size from these donors is smaller than traditional core funding donors. However, he noted, this is common with the early stages of any new donor relationship, and the objective would be to grow these relationships over time.

MWM indicated that no further income changes are expected in 2023, and therefore the focus until year-end is continuing close management of expenditure against income. Cost management measures in place since June continue and are on track. Nonetheless, CHSA will end with the year with a budgetary deficit, as outlined in the Board papers. This is largely due to the significant investment in the CHS Revision.

The Board expressed appreciation for the work of the Secretariat in bringing new donors on board and managing costs closely.

MVM also updated on other issues discussed at the last FRAC meeting, including membership fees (where there is a recommendation to bring forward the timing of payment reminders), a discussion on forex risk management, and an agreement to revisit the reserves policy.

Looking forward to 2024, MVM highlighted the need for CHSA to ensure break even financially, and to plan for some replenishment of its reserves. Presenting a balanced budget for 2024 will be critical, and this will require careful decisions on prioritisation given the challenging donor landscape. In response to a question from AC, he indicated that a return to full reserves in 2024 would be challenging.

MVM and PH responded to further questions from Board members, on the level of anticipated cost recovery, the size of the predicted deficit and the timing of confirmed income this year compared to 2022. MVM explained that key next steps will be a meeting between himself and the Secretariat to review a draft budget, followed by consideration of the budget by the FRAC in mid-November, and presentation to the Board in December.

*PH left the session.*

## **7. 2024 PLAN AND BUDGET (paper 07)**

TW presented a high-level overview of the organization's plan for 2024. Key drivers will be:

- Strengthening the bedrock of support for the CHS galvanised by and building on the momentum of the Revision
- Greater advocacy on the importance of accountability and localisation – for which CHSA has an important offer
- Recruiting more members – and supporting them to measure and improve against the CHS
- Leveraging the potential of the membership itself, to act as ambassadors and supporters



- Great accountability projects filling a need in the sector
- Internally – continuing to build a strong team, with greater role clarity and attention to how we work across teams

Key priorities will include:

- Improved delivery – ensuring a robust and accessible Quality Assurance System to drive improved results against the CHS. This will include the recruitment of a senior quality assurance specialist to drive this work
- Stronger CHS Alliance movement - a more structured and engaging approach to facilitate a supportive peer network. This will include the recruitment of a new network engagement manager
- A more accountable AID system – a cohesive, influential approach to influencing wider sector to drive forward improved accountability. Advocacy and engagement on the CHS will be accelerated through a successful Revision launch
- A new priority objective – increased take up of initiatives to support more accountable organisations. This will include the IQTS, harmonised PSEAH reporting, MDS projects, linked to a comprehensive suite of guidance on improving accountability
- Enabling environment – delivering excellence in operations & governance

MB enquired on the choice of model for Peer to Peer Assessments. TW explained that the approach will be focused on Collective Peer Assessments, with the concept and framework having been developed, the next steps are to decide on pilot members and countries. Feedback from members on the concept has been enthusiastic. MB suggested that 2-3 models could be piloted as an opportunity to learn which works best.

In response to a question from SA on how due diligence approaches will benefit local partners, TW explained that CHSA's key focus is on encouraging members to advocate to their government donors to align due diligence processes with the CHS. The revision of the CHS is an opportunity to take that advocacy to a new level.

The Board expressed appreciation for the strategy as presented. The session ended with feedback from each board member as to what inspires them about the 2024 strategy, and any questions/concerns regarding execution.

*MWM left the session – meeting still quorate.*

## **8. VERIFICATION (paper 08)**

*TS attended the session.*

TS presented an update on verification initiatives with a particular focus on the status of the CHS Commitment Tracker platform. She noted that the platform is fully operational and has been up and running for several weeks. This development marks a significant shift in how CHSA will engage with its members on self-assessment.

TS indicated that a group of member organizations has already begun using the platform, with positive signs regarding further uptake. As outlined earlier in the meeting by TW, TS explained that the development of the verification framework and the accompanying guide is on track and is expected to be ready for the CHS revision launch in March. The Tracker platform self-assessment survey will also be updated to align with the new CHS framework, this is likely to be completed in Q2 2024.



*AM joined the session.*

AM gave an online tour of the Tracker platform. He explained the two sides of the platform: a public side and a member-only side, both of which have been deployed using Salesforce software.

The Tracker enables organisations to conduct a CHS Self-Assessment online, using surveys to consult different groups of stakeholders. Organisations are able to progress their Self-Assessment journey through the platform, collect the information they need, and see the results. They are also able to develop reports and improvement plans, which they submit to the CHS Alliance for validation.

A second phase of development has now begun to create functionality (platform for peer learning, repository of good practice, etc.) to foster greater interconnectedness and peer learning between organisations undertaking verification.

*MWM joined the meeting.*

AM indicated that while the Tracker platform significantly simplifies the mechanisms of the Self-Assessments, further work is envisaged to simplify the user experience further, including more tailored options and support. In response to a question, he also clarified that an organisation's self-assessment results are only placed on the public facing side of the Tracker (which is open to any visitor) once they have verified those results.

The Board expressed appreciation for the work of the Secretariat in developing and launching the platform, recognizing that it will play a major role in supporting the self-assessment journey of CHSA members.

*AM left the session.*

A broader discussion followed on future CHS verification options.

*MB and TS left the meeting – meeting still quorate.*

## **9. GOVERNING WELL AND GOVERNANCE CALENDAR 2024 (paper 09)**

### **9.1. Follow up on Board's values**

SJP recapped the original planned action steps with the Board in relation to the Governing Well initiative and thanked those Board members who have volunteered to co-facilitate these sessions n forthcoming Board meetings. He explained that with the departure of Melissa Pitotti, our lead on the initiative, CHSA will seek to source an alternative approach to advance on the initiative with the Board. CHSA remained committed to Governing Well and to engage on the initiative with the Board.

### **9.2. 2024 Governance Calendar - for discussion**

SJP introduced the 2024 Governance Calendar meeting schedule as a preliminary draft for discussion and outlined the reasoning behind proposed timings therein. The Board was asked not only to consider the timing of the meetings during the year but also their frequency. There was a proposal to consider reducing the number of Board meetings from four to three, and to explore doing the same for the PCC


and the MNC (but not the FRAC). Based on the significant volume of Board agenda items for current meetings, LG and MWM expressed the view that three annual meetings may be insufficient.

**Action:**

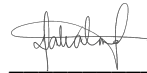
- ◆ *Secretariat to develop and share a refined version of the 2024 Governance Calendar*

The meeting concluded, with LG thanking all participants for their commitment, enthusiasm and presence.

Meeting ended 16:05pm, 21<sup>st</sup> September 2023



Lola Gostelow, Chair of the Board



Allan Calma, member of the Board



[Kagan Charleen \(Jan 23, 2024 09:34 GMT+1\)](#)

Charleen Kagan, minutes' taker












# 2023.09 Board Minutes

Final Audit Report

2024-01-23

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-  Signer acalma@chsalliance.org entered name at signing as ACA  
2024-01-17 - 8:15:36 AM GMT
-  Document e-signed by ACA (acalma@chsalliance.org)  
Signature Date: 2024-01-17 - 8:15:38 AM GMT - Time Source: server
-  Document emailed to ckagan@chsalliance.org for signature  
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2024-01-23 - 8:33:10 AM GMT

 Signer ckagan@chsalliance.org entered name at signing as Kagan Charleen

2024-01-23 - 8:33:58 AM GMT

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