

MINUTES OF THE CHS ALLIANCE BOARD
26th November 2024: 10am – 13pm – 03rd December 2024: 10am – 13pm
Virtual Meeting via Zoom

PRESENT:

Lola Gostelow (LG, Chair), Shama Mall (SM), Michael Wickham Moriarty (MW), Sarah Pelicaric (SP), Carly Sheehan (CS), Marina Skuric Prodanovic (MSP), Gloria Soma (GS), Yegana Guliyeva (YG), Meg Sattler (MS), Susan Otieno (SO), Coleen Heemskerk (CH), Rehema Kajungu (RK)

IN ATTENDANCE:

Tanya Wood (TW, Executive Director/ED), Jonathan Beloe (JB, Deputy Director), Charleen Kagan (CK, HR & Governance Manager)

APOLOGIES:

Allan Calma (AC), Michael Barnett (MB)

MINUTE TAKER:

Charleen Kagan (CK, HR & Governance Manager)

INVITEES:

Rosa Argent (RA, Director of Communications, Membership and Outreach), Jordi Capdevila (JC, Head of Quality Assurance), Eric Mallinjoud (EM, Head of Finance and Administration), Bonaventure Sokpoh (BS, Senior Outreach Advisor), Omolola Adewunmi (OA, Quality Assurance 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 were no declarations of interest.

LG thanked the participants for their presence, highlighting that this meeting would be the last for some members due to the upcoming elections scheduled for the following week.

1.2. Approval of agenda – for approval

The agenda was approved by consensus.

1.3. Minutes of June 2024 Board meeting – for approval

The September 2024 Board meeting minutes were adopted as a true and correct record of the meeting.

1.4. Actions arising not appearing – for information

LG provided a review of the actions arising from the previous meeting. The actions arising document **was noted.**

2. EXECUTIVE DIRECTOR REPORT (Paper 02)

TW provided an update on key actions undertaken since the last meeting, including preparations for the upcoming General Assembly.

The Secretariat received commendations for its impressive performance in a challenging funding environment. Appreciation was also expressed for the staff's ongoing support with investigations and training efforts. Questions were raised regarding the Alliance approach to training provision, the discussion highlighted the need for more work in this area, but the challenge of the capacity to take it forward.

Budget planning for 2025 was discussed, particularly concerning the balance between core funding and project-based financing. The Secretariat's ability to maintain progress in such conditions was acknowledged, and the board praised the team's resilience during a difficult financial year.

Ongoing work on verification processes was emphasized. Looking ahead it was noted the challenges to support the growing number of organisations, particularly the growing number of national NGOs, through the verification process based on resources.

Translation and communication of materials were identified as key challenges for the upcoming year. It was noted that member collaboration during the CHS Alliance launch set a positive precedent, for future initiatives.

GS joined the session

The ED report was noted.

3. FRAC (Paper 03)

EM attended the session.

3.1. Updated 2024 budget – for information

MWM presented the updated 2024 budget, highlighting significant efforts to reduce the initially projected deficit, through careful cost management and restructuring undertaken earlier in the year. This outcome demonstrates the team's efforts to maintain a break-even point despite a challenging financial environment.

The FRAC reviewed and recommended approval of the budget, acknowledging ongoing challenges with core funding. MWM emphasized that priorities for 2025 would include identifying additional

revenue streams to address the remaining gaps, with a stronger focus on generating income rather than further cost reductions. This approach aims to ensure a stable transition into the 2025 plan.

Board members expressed their appreciation for the progress made and the importance of continuous cash flow management, particularly in responding to fluctuations related to donor grants.

3.2. Funding Pipeline - for information

MWM presented an update on the funding pipeline, highlighting key developments and challenges. He noted that the pipeline continues to reflect a trend of increased project-specific funding and reduced core funding. This shift necessitates additional administrative efforts to manage a larger number of smaller grants from multiple donors.

MWM highlighted the good rate of membership fees received, surpassing expectations. This success is partly attributed to members wanting to ensure their voting rights at the General Assembly..

Maintaining the stated policy reserve of three months was noted as a concern and priority going forward.

TW added that linking funding efforts to donor recognition of CHS has started to show promising results. However, the challenge of some key donors stopping their core funding is a significant challenge. The board also discussed strategies for a more systematic approach to funding diversification and ensuring the long-term sustainability of the organization.

Board members expressed appreciation for the team's efforts to navigate these challenges, emphasizing the importance of balancing funding diversification with organizational capacity and strategic goals.

3.3. Risk Matric – for information

TW provided an update on the revised risk matrix. The update reflects key changes, particularly regarding partnerships, opérationnel footprint and related policies. TW explained that some risks related to strategic partnerships have been reformualted based on last Board discussions. .

The board expressed support for the adjustments and agreed on the importance of continuous evaluation of risks as part of strategic planning.

EM, RK, MS, CS and GS left the session.

4. Governance (Paper 04)

RA attended the session.

4.1. Governance Manual - for approval

LG introduced the Governance Manual. Key updates were highlighted for clarity, and discussions focused on the following:

1. **Section on Board Responsibilities:**

- Specify that the Code of Conduct referenced is the CHS Alliance Code.

- Allow greater flexibility in submitting apologies by changing "must" to "should" whenever possible.
 - Clarify consequences for repeated non-attendance, including potential actions.
2. **Legal References:**
 - Rename Section 7 to "Legal."
 - Include a reference to the Swiss Civil Code for applicable obligations.
 3. **Committees:**
 - Clearly mention ad hoc committees or working groups in Section 14, emphasizing their temporary and flexible nature.
 4. **Quorum:**
 - It was proposed to increase the quorum to 50%, considering that 40% was deemed insufficient to ensure adequate representation. This proposal received support from several members with MWM not supporting the change, citing lack of prior notification and potential challenges.
 5. **General Refinements:**
 - Correct typos and inconsistencies noted during the review process.

Actions:

- ♦ Incorporate discussed amendments into the manual

MWM and CH left the session.

4.2. Statutes update – for discussion

RA provided an update on the statutes, explaining that the last revision was in 2020 and several recent operational changes, such as the creation of the PCC committee, are not yet reflected. It was noted that an alignment between the current statutes and organisational practices is necessary, such as online voting modalities.

No statutory changes will be submitted for approval during this General Assembly. A consultation process will be led by the Secretariat to prepare a revised version, which will be presented to the General Assembly in mid 2025.

No immediate decisions were made, but the discussion allowed for the collection of inputs to inform the ongoing process.

YG and MSP left the session.

4.3. General Assembly final review – for information

The session focused on final preparations for the upcoming General Assembly. The team confirmed that all necessary materials, including supporting documents, had been prepared and were being communicated in good time. Coordination among stakeholders was noted as being well-organized.

The session concluded with members expressing confidence in the preparations and readiness for the General Assembly, ensuring that all elements were on track for successful implementation.

4.4. Review of Board annual feedback – for discussion

LG introduced the discussion on the annual feedback collected from board members regarding their involvement in governance processes. Key areas of improvement were highlighted based on the survey results, which indicated varying levels of satisfaction and engagement.

One of the primary points discussed was the need to strengthen the connection between board agendas and the CHS Alliance mission and strategy. LG emphasized the importance of making these links explicit to ensure that every agenda item directly aligns with the organization's broader goals. This would provide a clear rationale for discussions and foster a deeper understanding of their strategic significance.

Another area for improvement identified was policy oversight. While some board members felt they contributed actively to policy development, there was a noted decline in confidence about the board's ability to effectively oversee these policies. LG acknowledged this as an area requiring further clarification and collective effort.

The final point of discussion revolved around integrating lessons learned from evaluations. LG noted that while progress had been made in incorporating feedback into administrative processes, there was potential to do more. Members discussed how evaluations could be better utilized to inform future planning and decision-making at both the annual and post-meeting levels.

The discussion concluded with members acknowledging the value of feedback and agreeing on the importance of setting aside time for structured evaluations in future meetings. Additionally, LG suggested allocating more time for board member contributions during agenda-setting processes to ensure broader engagement and representation.

Action:

- ◆ The Secretariat to provide LG with the list of board members who have not yet participated in the survey so that she can contact them individually

Meeting ended 13.30pm, 26th November 2024

Meeting resumed 10.00am, 3rd December 2024

5. MNC (Paper 05)

RA attended the session

New members – for approval

Record de présentation

RA presented fourteen prospective CHS Alliance members (12 NNGOs, 2 INGOs) for the Board's consideration, following the recommendation of the MNC. The Board unanimously approved the membership of the following organisations:

- Afro Ethiopia Integrated Development
- Center for Natural Resource Studies
- Centro Cristiano de Reflexión y Diálogo
- Finnish Evangelical Lutheran Mission
- Forum for Community Upliftment System Nepal
- Horn International Relief and Development Organization
- Jugantar Samaj Unnayan Sangstha
- KAAALO Aid & Development
- Meremeta Community Initiatives Organisation
- Organization for the Protection of the Environment and Nature
- Rural Rehabilitation Association for Afghanistan
- SAF/FJKM- Département pour le Développement
- Social-Life & Agricultural Development Organization
- Sphere (Associate Member)

The board was informed of four member departures:

- Resignations:
 - Direct Aid Society
 - Save Congo
- Discontinuations due to three years' non-payment:
 - Hungarian Charity Service of the Order of Malta
 - Œuvre d'Orient

RA left the session

6. PCC (Paper 06)

6.1. Staffing Update - for information

The board received an update on staffing developments, with key changes including a new programme manager for LOCALED and recruitment for national liaison officers will start in the new year.

6.2. Feedback on staff survey - for discussion

CK presented the session and explained that the survey had been conducted online between October 2 and November 1. Out of 22 eligible staff members, 16 responses were received, reflecting a relatively high response rate but leaving room for improvement in future surveys.

The results showed notable progress compared to previous years, with improvements in 20 out of 27 questions, marking a positive trend since 2021. However, challenges were identified in areas related to training communication and workload support. These findings align with conversations held during the recent staff retreat, highlighting consistency between survey feedback and internal discussions.

JB emphasized that the survey reinforced key points around collaboration, transparency, and decision-making processes within the organization. It was noted that efforts are already underway to address workload concerns as part of the ongoing organizational transition. Plans include further alignment between staff efforts and strategic priorities to enhance clarity and coordination moving forward.

6.3. Reward policy update – for information

CK explained that the policy could not be presented for validation at this board meeting. CK and EM are working together to finalize its completion with submission to the PCC and the board for final approval during the next board meeting.

The proposed timeline suggests implementation by April 1, with any necessary changes applied retroactively to January 1. SP supported this approach, highlighting the importance of focusing on thoroughness rather than rushing the process.

6.4. AOB

The board members approved the addition of EM and JB to the commercial register and agreed to update MWM's location in the records.

Action:

- ◆ The Secretariat will update the commercial register and include JB and EM, as well as revising MWM's location.

7. CHS Verification (Paper 07)

JC, OA and BS attended the session

7.1. Update on Verification tools, processes and activities – for information

JC opened the session by outlining the objective to review progress on verification tools and processes. OA provided a detailed update on current data and activities.. OA highlighted the revitalisation of the Community of Practice (CoP), with a second meeting in October that gathered useful feedback on the self-assessment process. Additionally, a verification and partnership workshop in November engaged over 60 organisations, enabling meaningful exchanges on improving verification tools.

OA explained that the ongoing update of verification tools, aligned with the new CHS, is set to be completed by April 2025, with a focus on accessibility and community feedback. The verification guide is nearing completion. Although not yet published, it has been reviewed by various advisory groups specialising in areas such as child protection, climate responsibility data protection and disability.

Efforts are also underway to enhance member engagement tracking. This includes analysing obstacles faced by organisations falling behind in completing their self-assessments to help them progress.

Discussions focused on accessibility and demand for self-assessment, availability of resources to service it and improvement opportunities, while emphasising the importance of adaption of the tools to the new standard and involving stakeholders in the process.

7.2. Verification Scheme Plans 2025 – for discussion

JC introduced a strategic discussion to adapt the current verification scheme to better meet member needs and sector developments. This needs to build on the learning of past reviews, the experience of organisations to date and current dynamics in the sector.

JC introduced a table providing an preliminary structured overview of potential verification options under consideration, highlighting various pathways for organizations to demonstrate their alignment with the CHS. The options present the distinct purposes, tools, levels of oversight, and expected outcomes. The proposed review process aims to assess the accessibility, credibility, and cost-effectiveness of each option, while also identifying opportunities and risks.

Board members expressed their support for starting this review now while exploring innovative approaches. These ideas aim to reduce costs and broaden participation, though questions remain about their scalability and feasibility. The Board also discussed how this process should be governed, including the role of the Verification Advisory Panel, or engaging a consultant as convener of the process. The Board emphasized the importance of reviewing the VAP composition, to ensure the right composition and that it continues to remaining fit for purpose.

JC concluded by stating that consultations and further development of the Verification scheme will start in 2025 and will continue throughout the year.

7.3. Furthering Donor Recognition – for information

JC opened the discussion by emphasizing the importance of strengthening donor recognition of CHS verification processes. He provided an overview of efforts to enhance donor engagement. He explained that discussions have been held to align donor priorities with verification outcomes and to explore ways to integrate donor recognition into verification models. The goal is also to balance recognition with maintaining the neutrality and credibility of the verification system.

Board members debated the role donor recognition should play in the verification process. Some supported deeper integration of donor feedback, while others cautioned against allowing donor priorities to overshadow the core accountability principles of the CHS framework.

JC referred to the existing Donor Recognition WG and the need to attract more members to further examine donor engagement strategies, ensuring they align with the broader goals of the verification system. It was also mentioned the new Donor recognition section in the CHS web page including a summary table differentiating between those who formally use CHS and those who acknowledge it without formal use.

JC, OA and BS left the session.

8. 2025 plans and Budget (Paper 08)

8.1. Plan and Budget 2025 – for approval

TW presented the 2025 budget, emphasizing a cautious financial context. She explained that projected revenues for the coming year remain uncertain, largely due to fluctuations in member and donor contributions. While slight membership growth is anticipated, some larger organisations are likely to reduce their financial commitments.

Although the budget shows a small deficit, TW noted that significant efforts have been made to align costs with revenues. The team adopted a conservative approach, learning from previous years, to minimize the risk of imbalance. Fundraising and enhancing strategic initiatives have been identified as key levers to address the deficit.

The 2025 work plan was presented as a dynamic document. It was developed with input from priorities identified during the staff retreat and contributions from various teams. Adjustments will be made to align ambitions with available resources, and the team will continue to closely monitor evolving organisational needs.

The board unanimously approved the 2025 budget while emphasizing the importance of sharing regular financial updates to ensure proactive and anticipatory management.

8.2. Strategy process – for discussion

TW introduced the discussion on the strategic process, emphasizing the importance of aligning the organisation's strategic direction with the evolving needs of its members and the broader sector. She outlined the steps already taken, including consultations with key stakeholders and an internal review of organisational priorities.

The discussion highlighted the importance of an adaptable strategic framework. Members stressed the need for a flexible process that also addresses long-term goals. TW noted that initial feedback from consultations pointed to a stronger focus on inclusivity, better regional representation, and enhanced collaboration with external partners.

The board engaged in a productive exchange of ideas on ways to further refine the strategic process. There was consensus on prioritizing clear communication with members about the strategy's objectives and the importance of transparent mechanisms to track progress.

Action:

- ◆ The Secretariat must prepare a timeline for implementing the revised strategy must be prepared and presented at the next board meeting.

9. WRAP UP AND CLOSE

The final session was led by LG, who summarized the meeting's outcomes. LG highlighted the progress made across various key areas, including ongoing governance projects to be discussed further at the



General Assembly, the efficiency of the verification system, and the Secretariat's focused efforts to support the Alliance. She acknowledged the challenges of balancing ambitions with resource constraints, emphasizing the need to safeguard the team's capacity while ensuring effective delivery.

LG took a moment to extend heartfelt thanks to the outgoing board members, recognizing their dedication and contributions as their terms come to an end. She acknowledged the upcoming board elections and the General Assembly scheduled later in the week, expressing optimism for the continued strength and direction of the Alliance under its evolving leadership.

She thanked the Secretariat team for their work on the budget, noting that the financial planning provides a solid foundation to close 2024 and begin 2025 with confidence. The importance of collective efforts to ease the Secretariat's workload and ensure strategic focus was reiterated. The meeting closed with gratitude to all participants for their valuable contributions and a commitment to reconvene at the upcoming General Assembly.

Meeting ended 13.00pm, 3rd December 2024

L. Gostelow

Lola Gostelow, Chair of the Board

Michael W Moriarty

Michael W Moriarty (Jan 29, 2025 11:18 GMT)

Michael Moriarty, Treasurer

Kagan Charleen

Kagan Charleen (Jan 29, 2025 09:55 GMT+1)

Charleen Kagan, Minutes' taker











2024.11-12 November-December Board Meeting Minutes


Final Audit Report


2025-01-29


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