

MINUTES OF THE CHS ALLIANCE BOARD
18th March 2025: 10am – 13pm – 20th March 2025: 10am – 13pm
Virtual Meeting via Zoom

PRESENT:

Lola Gostelow (LG, Chair), Michael Wickham Moriarty (MW), Carly Sheehan (CS), Gloria Soma (GS), Yegana Guliyeva (YG), Coleen Heemskerk (CH), Rehema Kajungu (RK), Michael Barnett (MB), Brian Beckett (BB), Catherine Skehan (CSk), Palwashay Arbab (PA), Anna Karoliina Muinonen (AKM), Ghida Anani (GA)

IN ATTENDANCE:

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

APOLOGIES:

Michael Barnett (MB): 18.03.2025
Rehema Kajungu (RK): 20.03.2025 from 15.30pm
Yegana Guliyeva (YG): 20.03.2025 between 13.20-15.00
Palwashay Arbab (PA): 20.03.2025 from 14.30
Susan Otieno (SO): 20.03.2025

ABSENTS:

Ghida Anani (GA): 18.03.2025
Gloria Soma (GS): 18.03.2025 from 11.45am and 20.03.2025
Susan Otieno (SO): 18.03.2025

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), 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 welcomed the participants and expressed appreciation for their presence. She emphasised the importance of this meeting, particularly as it marked the first participation for new board members, who were then invited to introduce themselves.

1.2. Approval of agenda – for approval

The order of the MNC and FRAC sessions was reversed.

The agenda was approved by consensus.

1.3. Minutes of November-December 2024 Board meeting – for approval

The November-December 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 an overview of the actions arising from the previous meeting.

Action 352: TW was tasked with convening a sub-group of the Board to assess CHS Alliance's position and added value within the broader accountability landscape. A paper was to be prepared summarising the various initiatives and how they differ from one another.

It was noted that the strategic update at the General Assembly had progressed well.

The actions arising document was noted.

1.5. General assembly minutes – for approval

The 2024 General Assembly minutes were adopted as a true and correct record of the meeting.

During the discussion, a question was raised regarding the three updates and reflections shared during the session: would the brief reports from committee chairs be incorporated?

Action:

- ◆ Include hyperlinks to relevant documents and committee reports

2. EXECUTIVE DIRECTOR REPORT (Paper 02)

TW provided an update on the organisation's current situation, focusing on key financial and strategic challenges. She emphasised that the past months had been exceptionally turbulent, with a high degree of uncertainty and pressure on the team. She expressed gratitude for the efforts of the leadership team in navigating the situation and ensuring that the Alliance remains well positioned in the evolving humanitarian landscape.

The organisation has had to make significant budget adjustments, to reduce overall expenditure for 2025 by approximately CHF 800,000. The biggest impact was felt in staffing, where several positions had to be cut, and others restructured to accommodate the funding shortfall. While every effort was made to preserve essential functions, difficult decisions had to be taken to maintain operational continuity. TW also informed the board that cost-saving measures had been introduced, including cancelling in-person meetings and the General Assembly. Discussions are ongoing with the Geneva canton to explore potential financial support for NGOs.

Despite the significant funding challenges, the Alliance has made the needed adaptations for financial stability and remains a going concern.

Reflecting on strategic priorities, TW highlighted the importance of building on the momentum generated at the end of the 2024 General Assembly to sustain progress despite the financial challenges. Given the constraints affecting multiple humanitarian networks, the leadership team was actively engaged in discussions on potential collaborations, synergies and possible mergers. Efforts were also being made to secure new funding to stabilise operations beyond 2025, particularly through initiatives related to CHS verification and training support.

The discussion also touched on advocacy efforts and sector-wide engagement. TW underscored the need to ensure that CHS remained a central reference in humanitarian reform discussions. However, she acknowledged that securing direct funding commitments remained a challenge. She called for stronger advocacy from national NGOs to influence policy discussions and encouraged board members to consider ways they could contribute to these efforts. The HAR (Humanitarian Accountability Report) was highlighted as a key resource, and the Board encouraged all measures to secure funding to enable this to go ahead as planned this year. This would provide the much-needed evidence of the value of the CHS as well as the Alliance.

As the session concluded, TW reiterated the need for active board engagement in shaping the organisation's strategic direction. She stressed the importance of identifying sustainable financial and operational solutions to ensure that the Alliance remains resilient and capable of fulfilling its mission despite the constraints faced.

The ED report was noted.

GS left the meeting.

3. PCC (Paper 03)

LG introduced the role of the PCC to the new Board members, explaining its function in overseeing human resources and internal policies.

3.1. Staffing Update – for information

Regarding staffing, it was recalled that measures taken to address the financial deficit led to the termination of five positions, along with one voluntary departure. Several staff members have transitioned to reduced working hours, ranging to between sixty and eighty percent of their normal. A question was raised regarding the expected duration of these reductions and how these decisions would be reassessed in the future. The approach taken aims to ensure that the restructuring preserves core organizational capacity that will be needed for the organisation to recover when financial conditions improve.

It was acknowledged that this is the second restructuring in a short period, making the process particularly challenging. Several Board members expressed their gratitude and recognition for the work carried out by the team in these difficult circumstances. The emotional impact of losing dedicated colleagues was also highlighted. CK remains highly engaged in these adjustments, while TW and JB continue to assess the organisation's needs carefully.

The organisational chart was presented, with an indication that it will evolve based on notice periods and contract end dates. The current structure reflects the situation as of 01 May 2025.

3.2. Reward policy update - for information

Updates to the Reward Policy have been validated by the PCC and were shared for information. The main changes include clarifying the policy's scope to staff only, ensuring greater transparency and applicability. LG explained that other personnel categories, including consultants and hosted staff will be addressed in a specific Reward Policy for these groups, ensuring a more structured and harmonised approach.

The grading structure was updated with the introduction of a new Grade A1, while the former Grade A is now A2, allowing for better salary scale structuring and clearer differentiation of junior roles. Automatic salary progression every two years has been removed in favour of a more flexible system, where increases will be based on performance and organisational needs.

It was decided that job postings will now display only the minimum salary level, to avoid raising expectations that could lead to dissatisfaction. Some Board members emphasised the importance of ensuring consistency in salary scale communications to prevent misunderstandings among candidates.

Certain annexes and specific sections have been relocated to the Governance Manual, providing greater flexibility and reducing the need for frequent Board approvals for elements subject to regular adjustments. Finally, some sections have been moved to the HR Manual, including CHS Alliance benefits, leave entitlements, flexible working arrangements, and the salary grid, allowing for annual updates without requiring formal Board approval.

4. **MNC / GOVERNANCE (Paper 04)**

RA attended the session

4.1. New members – for approval

RA presented 11 prospective CHS Alliance members recommended by the MNC:

- Association Nigérienne pour un développement durable
- Child's destiny and development
- Church of Uganda
- Inclusive Humanitarian Organization
- Ligue des filles et femmes instruites pour le développement
- Moving the Goalposts
- Partners in Revitalization and Building
- People in Peril
- REPSSI NPC
- Sheba Manab Kallyan Kendra
- Women and Children Health Organization

The Board unanimously approved the membership of all.

4.2. Statutes / Membership option – for discussion

RA outlined the two existing membership categories: full members and associate members, and a proposal to amend these to better align with our mission.

Proposal 1 – Moving to a Single Membership Category

A proposal was put forward to merge both categories into one. The main advantages include greater clarity, alignment with updated CHS which applies to all orgs, and administrative efficiency.

A discussion included whether members had been consulted about the proposal, which builds on feedback from members at the 2024 GA. Broader feedback will be sought before any statutory amendments are formally proposed.

Proposal 2 – Encouraging Member Verification

Currently, only about half of the full members have been verified. The proposal discussed aims to strengthen incentives for verification without making it a statutory requirement. Key points raised included greater incentives to undertake a verification, including enhanced recognition of verified members, and introducing a basic assessment against the CHS for organisations joining the Alliance.

Concerns were raised about the potential dilution of the verification process. It was reiterated that this proposal seeks to align expectations with operational realities as well as strengthen the movement for change, making a clearer distinction between members and verified members, therefore protecting the integrity of the verification process.

Action:

- ◆ The secretariat will consider feedback from members and Board and develop a clear proposition for the Statutes changes to discuss in detail with the MNC

4.3. Board Committees and VC – for approval

LG introduced the new Vice-Chair, CS, who replaces Shama Mall, who recently completed her second term.

A presentation of the committees was made for the new members.

New board members joining Committees:

- **FRAC:** AKM joins to replace SO
- **MNC:** BB and CSk join, and RK becomes Chair to replace SO
- **PCC:** PA and GA join; Sarah Pelicaric remains a PCC member and continues as Chair

A note of thanks was given to all for joining these groups.

A decision needs to be made on who will act as the link between the PCC and the board, as Sarah Pelicaric is not a board member. This discussion will take place at the next PCC meeting.

The board approved the proposed assignments.**4.4. Coopted Board member – for discussion**

The discussion moved to the composition of the board, which includes different types of board members:

- **Full members:** Representatives appointed by member organisations.
- **Board seats for crisis-affected communities:** There are two seats designated for individuals from crisis-affected communities. YG has represented under this category, and GS, based in South Sudan, is also part of this group.

- **Co-opted members:** This third category includes board members who are selected to bring additional expertise or representation.

The discussion focused on the role and selection of co-opted board members, with an emphasis on ensuring they complement the existing board composition. It was noted that co-opted members can play a strategic role in strengthening governance and representation. A brief discussion considered the relative merits of seeking individuals from the UN, heads of humanitarian departments (i.e. with strong operational and sector-wide insights) and/or affected by crisis.

The board will revisit this discussion once we are clearer on the Sphere process and better placed to discern needs/gaps in the CHS-Alliance's board.

Meeting ended 13.07pm, 18th March 2025

Meeting resumed 13.00pm, 20th March 2025

5. FRAC (Paper 05)

EM attended the session.

5.1. 2024 Audited Reports - for approval

The board reviewed the audited financial statements for 2024. It was noted that the organisation's financial position was stronger than expected, with a higher-than-anticipated positive balance at year-end.

Unrestricted reserves increased by CHF 172,000, a result that differed significantly from initial budget forecasts. This surplus was primarily attributed to two factors: a foreign exchange gain of approximately CHF 100,000 at year-end and a conservative revenue recognition approach, which led to an additional CHF 60,000 above projections.

While the outcome was positive, members emphasised the need for improved financial forecasting. The significant variance from budget projections was acknowledged as a "good surprise," but it was noted that any unexpected deviation, even a favourable one, signals a need for more accurate budget alignment. MWM stressed the importance of strengthening budget monitoring capacities to prevent such discrepancies in the future. It was agreed that the finalised financial statements would be shared with the FRAC before being submitted for board approval.

5.2. 2025 updated budget and 2026 scenarios – for discussion

The updated budget for 2025 was presented, highlighting a projected deficit of CHF 203,000. This shortfall was attributed largely to the end of USAID funding. Fixed costs remained high despite ongoing

efforts to rationalise expenditures, and a decline in membership contributions was observed due to financial difficulties faced by many members.

Board members discussed possible mitigation measures to reduce this deficit throughout the year. It was acknowledged that available reserves could absorb the shortfall in the short term, but ensuring long-term financial stability remained a priority.

Regarding the outlook for 2026, the objective is to achieve financial equilibrium through the structural adjustments already underway. MWM noted that cost reductions, particularly in staffing and operational expenses, should help stabilise the financial situation. MWM confirmed that the Alliance is a 'going concern', in that it has financial stability at least for the coming 12 months. However, uncertainties remain, especially concerning future funding streams. The leadership team confirmed that efforts are ongoing to diversify revenue sources and secure new financial partnerships.

5.3. Risk Matric – for discussion

The board conducted a review of the risk matrix, focusing on financial and institutional vulnerabilities. The discussion highlighted three key concerns. The first was the organisation's dependence on institutional funding, with the loss of USAID funding underscoring the urgency of diversifying revenue sources. Conversations with other donors, including the FCDO and European funders, were mentioned as potential avenues for securing alternative funding.

The second issue related to member engagement and membership contributions. A decline in membership fees was noted, raising concerns about member commitment and financial sustainability. Strategies are being developed to revitalise membership engagement and encourage more active renewals.

The third point addressed the evolution of the verification model. The revision of the verification system prompted discussions on its potential impact on the organisation's credibility and perception. It was agreed that further exploration is needed to strengthen member engagement while maintaining quality standards.

Members stressed the importance of regular monitoring of these risks and recommended that the risk matrix be reviewed at the next FRAC meeting.

EM left the session.

6. CHS VERIFICATION (Paper 06)

JC and OA attended the session

6.1. Introduction: Addressing Risks to the CHS Verification Scheme - for information

LG introduced the verification framework, outlining the different options available to both members and non-members to demonstrate their commitment to the CHS. It was reiterated that three options exist: self-assessment, independent verification, and certification.

JC introduced Paper 6.1, which focused on the pressing financial challenges facing the humanitarian sector. He explained that sector-wide budget constraints and reductions in donor funding could pose significant risks to the accessibility and sustainability of verification services. JC highlighted two main concerns: first, that organisations—particularly smaller and national actors—might deprioritise

verification due to limited resources; and second, that reduced participation could threaten the viability of the model itself, especially for external providers like HQAI.

However, LG and JC clarified that measures such as the review of the CHS Verification Scheme have been ongoing for some time and predate the current financial challenges. The main intent has been to ensure the scheme is relevant and accessible to growing diversity – especially NNGO – members.

6.2. Update on Verification tools, processes and activities - for information

Following this, OA presented Paper 6.2, providing an update on verification tools, processes, and ongoing activities. She reported that a total of 174 organisations were currently verified, comprising 39 certified organisations, 33 independently verified (including group verifications), and 102 self-assessed. She also provided details on the number of member organisations, national offices, and affiliates involved in the scheme. OA explained that verification tools had been extensively updated to reflect the revised 2024 version of CHS. This included the development and publication of the new Verification Guide, a mapping table between the 2014 and 2024 CHS, and that an updated version of the PSEAH Index was nearing completion.

Regarding the CHS Self-Assessment process, OA described several changes underway, including a shift towards a more people-centred approach that prioritises community perception and emphasises organisational practices over policy documentation. The updated tools were expected to launch by April 2025, in coordination with HQAI's new audit procedures. OA also mentioned an event planned for 8 April 2025 to mark the one-year anniversary of the updated CHS, which would serve as a platform to unveil the revised tools.

6.3. Verification Scheme plans 2025 - for discussion

JC presented proposals for the future of the Verification Scheme. He explained that the CHS Alliance was exploring a strategic shift to better align verification options with the needs of its diverse members while maintaining credibility and creating greater clarity. He introduced an overview of possible verification modalities being considered for 2025, highlighting their distinct purposes, tools, levels of oversight, and anticipated outcomes. Two key options were presented for independent verification: one, a new "Independently Validated Self-Assessment" offering external validation of the self assessment with a limited external surveillance/audit activity, at a reduced cost; and two, the current "Independent Verification" model. JC noted that the coexistence of four separate verification options could be confusing for members, and suggested reducing the number of modalities to three.

Additionally, JC reported strong support from member organisations for extending the self-assessment cycle from two to three years to align it with the cycles used in external verification. This change was proposed in the accompanying documentation and received broad endorsement during recent consultations.

Members highlighted the importance of recognising internal organisational initiatives in demonstrating compliance with CHS principles such as the CHS Self Assessment.

Members discussed the similarity between the current independent verification and Certification options, and the possibility of merging these. The new proposed modality "Independently Validated Self-Assessment" was welcomed. The board enquired about the plans and actions needed to move forward with the proposed approach.

It was emphasised that making the verification process more accessible should not come at the expense of its integrity. Members stressed the need to maintain a balance between flexibility and quality standards to ensure that proposed adjustments do not compromise the credibility of the verification system.

JC and OA left the session.

7. SCENARIO PLANNING (Paper 07)

JBe presented the strategic directions the secretariat had been exploring prior to the US funding freeze in mid-January, seeking to maximise the Alliance's impact for crisis-affected communities. Four options were presented: 1) Becoming a one-stop shop for humanitarian standards, 2) Advancing data-informed advocacy for sector reform, 3) Promoting practical solutions to accountability challenges, and 4) Meeting the organisational needs of members with capacity strengthening services. JBe then talked through the scenario planning that TW and JBe had conducted following the USAID decision. JBe stressed that the crisis was more than financial and would impact members, network orgs and the secretariat in a number of ways: financial, staffing, training, membership and advocacy implications. All these need mitigation / response measures.

TW outline the different decisions that the board would need to support over the coming months (PLEASE LIST THESE HERE OR INLCUDE THE SLIDE) and the different ways that the Alliance would need to pivot. MWM commented on the large number of decisions that would need to be made and suggested that smaller groups of Board members would be helpful in consulting on these. TW agreed, noting that a small group of members had already helped to think through the potential collaboration with Sphere. She explained the practical ways the Alliance and Sphere have been collaborating, including a shared space, joint advocacy and the option for a service agreement. TW stated that early discussions had started with Sphere to explore a deeper collaboration and that the discussions had been supported by LG, MWM and CH. Members voiced support for continuing these discussions and the importance of keeping the board apprised of developments.

Given the volatility of the current landscape, TW made a request to postpone the General Assembly (GA) to September, as it would not be feasible to present a solid strategy by June. LG expressed support for this postponement, noting that it would allow for better preparation and alignment. CH noted that multiple events are scheduled around June and so this change made sense. A decision was also required regarding membership categories and how they should be structured moving forward. Board members were asked if they could provide additional support for the GA preparations, in particular a volunteer to help with coordination.

8. WRAP UP AND CLOSE

Discussions were held on ways to facilitate meetings between board members and the team, either in Geneva or in the UK.

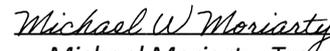


LG thanked the new members for their engagement, acknowledging the significant amount of information to absorb and the complexity of the discussions.

Meeting ended 16.02pm, 20th March 2025



Lola Gostelow, Chair of the Board



Michael Moriarty, Treasurer



Kagan Charleen (15 Janv. 2026 18:12:42 GMT+1)
Charleen Kagan, Minutes' taker