



## MINUTES OF THE CHS ALLIANCE AD HOC GENERAL ASSEMBLY 2025

DATE 14 OCTOBER 2025, 13:00-15:00 Geneva

Virtual Meeting via Zoom

**Participants:** 148 participants (quorum achieved)

**Purpose:** Follow up to the 2024 General Assembly for agreements on the way forward.

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### 1. Welcome and Setting the Scene: Lola Gostelow – Chair of the Board

The Chair welcomed attendees to the 2025 Ad Hoc General Assembly (GA). The Chair highlighted the importance of the CHS Alliance Movement in working according to **principles not politics** and collaboratively, especially amidst global challenges like political polarisation, violence, and funding reductions.

- **Membership Growth:** The Alliance now stands at **280 members**, up from 242 at the 2024 General Assembly, with 54% being national and local actors.
- **Financial Update:** CHS Alliance has managed a significant budget deficit in 2025, attributing the success largely to the commitment and sacrifice of the Secretariat team and unwavering income from member fees.
- **Key Updates:** The Chair mentioned the first-ever update of the **Verification Scheme**, a **strategy refresh** guiding work toward 2030, and proposed changes to the **Statutes**.
- **Voting Reminder:** Members will be asked to vote on the preferred Board candidates, new auditors, the refreshed strategy, and the statutes. Voting is one vote per organisation. Voting is now open and **closes on Friday 24th October**. Results will be announced on Tuesday, 28th October.

### 2. Nominees for Governing Board: Rehema Kajungu: Board Member and Chair of the Membership and Nominations Committee

Rehema explained the need for an ad hoc election due to:

- **Treasurer Role:** Michael Moriarty recently moved from his position at Plan, necessitating a replacement Treasurer.
- **HR/OD Skills:** No one with HR experience was voted onto the Board in the 2024 election
- **Lived Experience:** To ensure continued representation of this critical experience on the Board, a new member is being sought as Yegana will step down next year after completing her two terms

Voting is open for three nominees, with one vote per category:

- **People with lived experience:** 4 candidates are presented.
- **Treasurer:** 1 candidate is presented.
- **HR experience:** 7 candidates are presented.

Members were urged to read the bios and vote before the deadline

### 3. Audit Change and Auditor Approval: Frederic Claus: Operations Manager

Fred presented two motions regarding future of CHS Alliance's audit:

#### Motion 1: The GA is asked to move from a full audit to a limited audit.

- **Rationale:** The Alliance has a strong track record of nine consecutive clean audits. Given the much-reduced organisational budget, a limited scope audit will ease pressure on financial and staff resources. This move adheres to Swiss GAAP FER. The Alliance will revert to a full audit when possible or when donor requirements dictate.

#### Motion 2: The GA is asked to approve Kaurum, a Swiss-based fiduciary service, as the proposed Auditor for 2025.

- **Selection Process:** Nine audit companies were contacted, three formal offers were received. Kaurum provided the most competitive offer.

### 4. Strategy for 2026-2030: Palwashay Arbab and Brian Beckett – Board Members

Palwashay and Brian presented the new strategy, developed through consultation with the Membership for General Assembly approval.

#### What has driven the update?

- **Context Has Changed:** Greater need (conflict & climate) alongside radically reduced aid resourcing forces a rethink of the Alliance's work.
- **System Must Change:** Collaboration must replace competition, rhetoric must be replaced by bold action, and aid must be driven by affected communities.
- **New Opportunities:** The Alliance's current strength of 280 members offers a greater ability to effect change.
- **Strategy Period:** The new strategy will run for five years, from 2026 to 2030.
- **Vision and Mission:** remain the same, the Goal and Objectives are new
- **New Goal:** A global movement, working together to make aid more accountable, more effective and safer.
- **Two Objectives:** Focus on achieving results with and for people affected by crisis, sharing capacity, building strong organisations, and harnessing collective influence.
- **Four Focus Areas:** These build on previous work and are: Continuous Improvement, Courageous Collaboration, Collective Action, and Informed Influence.

A number of questions followed, especially around the localisation, training opportunities and country level work and capacity strengthening work. These were answered during the meeting.

### 5. Statutes Update: Lola Gostelow: Chair of Board and Carly Sheehan: Vice Chair of the Board

The Board is proposing **seven motions** to update the Statutes.

<b>Motion</b>	<b>Summary of Change</b>	<b>Rationale</b>
<b>Motion One</b>	Updated Objectives (Article 5)	To simplify and align the objectives with the vision, mission, and language used in the updated CHS 2024
<b>Motion Two</b>	Change in Membership Categories (Article 6)	Move to just one category of membership [cite: 23]to strengthen diversity, reduce confusion, and align membership with verification by replacing the CHS Alignment Statement with an online CHS Alignment Declaration
<b>Motion Three</b>	Updated Membership Criteria (Article 6c)	To align the anti-adverse-distinction criteria with the CHS 2024 definition of diversity
<b>Motion Four</b>	Virtual General Assembly	Endorse the ability to hold all GAs virtually and remove the distinction between physical and virtual meeting. This provides flexibility, and considers access, equity, and good financial stewardship
<b>Motion Five</b>	Process to appoint the Chair (Article 15)	Endorse the option for an independent Chair, selected by the Board and endorsed by the GA aligning the Statutes with current practice
<b>Motion Six</b>	Updated Standing Committees (Article 21)	Formation of the People, Culture and Complaints Committee. This merges the previous Complaints Committee with the People and Culture Committee for efficiency and better use of Board skill sets
<b>Motion Seven</b>	Fee Reduction Process (Article 24)	Acknowledge that the fee reduction process is managed by the Secretariat instead of the Board aligning with current practice to support members facing financial hardship

Specific questions followed, a number related to motion two on how the transition of membership will work, motion five on the chair appointment and motion seven on the membership fee. The questions were clarified during the meeting.

**6. Verification Scheme Update: Coleen Heemskerk and Cat Skehan: Board members**

The Verification Scheme is undergoing its first-ever update to ensure it remains relevant for the sector

**Rationale for Update:** The context has changed due to increased participation from diverse organisations (especially national/local NGOs), a constrained funding environment, and persisting due diligence requirements from donor.

**Update Aims:** The update aims for a Verification Scheme that is: Accessible, Credible, Learning-oriented, and Recognised by donors. The ultimate goal is to keep verification as a driver of continuous improvement.

### **Key Feedback from Consultations (May-July 2025)**

1. **Strong support for a new option** between Self-Assessment and Independent Verification/Certification, to be called the Independently Validated Self-Assessment (IV-SA).
2. Donors and national NGOs prefer the IV-SA to be delivered by a **Conformity Assessment Body (CAB)** for consistency and credibility.
3. **Certification remains the most robust** due diligence tool, but IV-SA is valued as a practical, accessible step for smaller partners.
4. Independent Verification's value was mixed, but many organisations value it as a learning-oriented, stand-alone service that should be maintained for now.
5. **Affordability and Clarity** were key themes across all groups.

### **Endorsed Direction of Travel (CHS Alliance Board, September 2025)**

1. **Introduce the IV-SA** as a new option, positioned between Self-Assessment and Independent Verification/Certification.
2. Develop the IV-SA using a **CAB-led model**.
3. **Retain Independent Verification (IV)**.
4. **Harmonise all verification options** around a **three-year cycle**.
5. Strengthen communication of all pathways.

### **The New IV-SA Option (Independently Validated Self-Assessment)**

- **What it is:** It fills the gap between Self-Assessment and full external assurance.
- **How it works:** The organisation conducts a Self-Assessment, and a qualified CAB performs a **limited-scope, remote validation** (reviewing the internal quality assurance system, risk profile, and examining selected areas through desk review and remote interviews).
- **Benefit:** It's more credible than a Self-Assessment alone, yet less complex and less costly than Certification or IV, offering an affordable stepping-stone.

### **Implementation Timeline**

- **Q4 2025:** Selection of a potential CAB and preparation of pilot design.
- **Q1 2026:** Development of a draft methodology and pilot plan.
- **Q2 2026:** Launch of IV-SA pilot tests.
- **Q3 2026:** Review of pilot results, finalisation of the model, and **launch of the IV-SA**.

There were a number of questions regarding the process and the details of the proposal, which were

answered, as well as confirming a more detailed online meeting for members on the 5<sup>th</sup> November, open to all members.

## 6. Close: Lola Gostelow: Chair of the Board.

The Chair closed the meeting, reminding members to vote on the presented issues (Board candidates, auditors, strategy, and statutes) by **Friday 24th October**.

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### Results of Voting Announced on 28<sup>th</sup> October 2025

The voting period ran from 14 until 24 October 2025, with a quorum of 53% turnout. The voting process and results were validated by Returning Officer, Rehema Kajungu, TPO Uganda and Chair of the Membership and Nominations Committee.

#### Board Elections

The following candidates were elected to the Board.

- Ms. Marie Claire Dejean Pannier (Danish Refugee Council), HR
- Ms. Nancy Etté (independent), Treasurer
- Ms. Nour Jarrouj (independent), Person Affected by a Humanitarian Crisis

#### Audit Motions

- Motion 2.1: Approved moving from a full audit to a limited audit (85.7% Yes).
- Motion 2.2: Approved Kaurum (Swiss based fiduciary service) as the next proposed Auditor (96.0% Yes).

#### Strategy Motions

- Strategy - Motion 3: The CHS Alliance Strategy 2026–2030 was unanimously approved (100% Yes).

#### Changes to the Statutes

- 4.1 Reformulating text to align with the CHS 2024 and the Alliance's vision/mission. (99.0% Yes)
- 4.2 Removing two membership categories (Full and Associate) and creating one single type of member. (92.8% Yes)
- 4.3 Endorsed changing previous article 7c to read (new article 6c): - "It makes no adverse distinction in its work on the basis of people's diversity, as defined in the CHS" (97% Yes)
- 4.4 Endorsing more flexibility for member voting (e.g., internet/electronic methods) and removing the distinction between physical and virtual GA meetings. (96.9% Yes)
- 4.5 Approving the option for an independent Chair, selected by the Board and endorsed by the GA. (92.9% Yes)
- 4.6 Endorsed the reordering of Articles so that FRAC is first and MNC second and Complaints Committee becoming the People, Culture and Complaints Committee (94.9% - Yes).
- 4.7 Approving that requests for fee reductions are reviewed on a case-by-case basis by the secretariat. (98.0% Yes)

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