

# INGO Accountability Charter Company Annual General Meeting (AGM) 2013

London, 5 April 2013

## Minutes

### **AGM 12/01 - Welcome, introductions, approval of agenda and approval of minutes from the 2012 AGM**

Jeremy Hobbs, the Chair of the Charter Board, welcomed 21 representatives of Charter Members and 10 guests of organisations who are interested in the Charter. The minutes of the 2012 AGM held on 30 March 2012 were approved by the Members.

### **AGM 12/02 - Report from the Board Chair on 2012**

Jeremy Hobbs highlighted that the pressure on NGOs for improved accountability is growing constantly and stressed that the Charter is the only comprehensive, global and multi-sectoral framework – offering a coherent and compelling response to this challenge in partnership with many of the leading NGOs globally. The Charter has an exceptionally robust vetting and compliance mechanism, making it a particularly credible NGO accountability commitment. Jeremy emphasised that the Charter is *the* NGO owned and driven initiative to strive for permanent improvements in the quality of our work, and to make sure that the NGO voice on what constitutes good accountability is heard.

He highlighted that we saw considerable progress in 2012 in establishing the Charter as an effective tool for improving the quality and accountability of NGOs' work. The Panel has attested Charter Members an increased quality of the reports and signs of strengthened institutional commitment to accountability. Three new members joined the Panel (Tony Tujan, International Director of the IBON Foundation; Louise James, Global Programs Director for Accenture Development Partnerships on the board of BOND; Brendan Gormley, former CEO of the Disasters Emergency Committee), which contributes to further strengthening the capacity and capability of this organ. A *Gap Analysis Table* was introduced, which will facilitate tracking of commitments that Members make towards improving their accountability and the progress they make each year. With the requirement of a fully functioning complaints handling mechanism a first Minimum Standard was introduced. Charter Members supported the hard decision to substantially increase membership fees, which now allows us to fully cover the actual costs of running the Charter at a highly professional level and enables us to undertake further strategic developments and build up some reserves.

There are however also great challenges ahead. These relate especially to becoming more global and linking up with civil society in developing countries. We also need to take the convergence debate further, by looking at how we can contribute to greater alignment among the sheer multitude of NGO accountability standards. Finally, it is crucial that the Charter aims to engage more deeply in the public debate on the accountability of NGOs. Jeremy expressed his gratitude to the Independent Review Panel for their commitment and in particular to Gavin Neath, who stepped down from the Panel in 2012. On behalf of the Board Jeremy also thanked the Berlin Civil Society Center for their valuable work in hosting the Charter Secretariat.

### **AGM 12/03 - Presentation of 2012 accounts and financial prospects 2013 / Approval of Secretariat agreements**

George Macfarlane, the Charter's Treasurer, presented the audited accounts for 2012. Thanks to generous donations from Member organisations the Charter had a positive result for the year. It was agreed that the Board should look into tendering the auditing of the Charter's accounts for 2013, as Vincent Sayer has done it since 2008. George also presented the budget for 2013. He expressed his appreciation to all Members for accepting the fee increase, as this will ensure the Charter can operate in a sustainable way going forward. The key reasons for raising the fees were to remove the effective subsidy being provided by the Berlin Civil Society Center in spending more time and resources on the Charter than it was being compensated for, and the need to increase the operational budget of the Charter. In 2013, we will focus on raising external funds for the Charter.

Finally, George presented the contracts between the Charter and the Berlin Civil Society Center for 2013. Since 5 out of 7 Members of the Board come from organisations that are owners of the Berlin Civil Society Center, the Board has acknowledged a conflict of interest in this relationship and therefore asked for the service agreements to be approved retrospectively by the Charter Members. Should the conflict of interest continue in the future, contracts will be submitted to the AGM for approval before they come into effect. The Members unanimously approved the contracts, which end on 30 June 2014.

### **AGM 12/04 - Strategic priorities in 2012**

Markus Hesse reminded the Members of the Charter's Five Years Strategy (2011 – 2015). Within this framework there are three clear priorities for 2013:

- To improve our *communication*, among Members as well as towards potential Members and the public. This will include developing a more active community of practice by introducing *Peer Advice Groups* and *Webinar Sessions*; further developing the accessibility of the *Good Practice* document, regarded as a "gold mine" by several Members but not yet communicated effectively, and introducing the *Gap Analysis Table*, which will make Members' commitments and progress easier to grasp and communicate.
- To make the Charter *more global*. This includes in particular the project of a systematic cooperation with 5-6 advanced NGO accountability initiatives around the world to develop a *Global Standard for Core NGO Accountability*. Furthermore we will invite independent Board Directors with a Southern perspective to the Board. Our Independent Review Panel is already truly global, with members from Kenya, Australia, the Philippines and the UK.
- To further improve the Charter's *reporting and vetting process* by letting a working group of Members look at areas in and levels at which we can introduce Minimum Standards. Markus stressed that the Charter is still a young organisation, that there is still improvement to be made and that together we can constantly develop it further to optimally serve our needs.

The Members emphasised their support for the *Global Standard* project as well as the introduction of Minimum Standards.

### **AGM 12/05 - Election of Board Directors**

Beris Gwynne presented the idea of inviting Independent Board Directors to the Board, in order to increase the Board's competencies, capacities and network while at the same time reducing the potential conflict of interest in this self-regulating initiative. The Members indicated their support of this direction, and encouraged the Board to invite genuinely independent and external individuals and to develop a proper succession plan. Beris also informed the AGM that the Board's current Chair Jeremy Hobbs will leave his position as Executive Director of Oxfam International at the end of April 2013 but is willing to continue his engagement with the Charter as an Independent Board Director for another year. Several Board Directors emphasised how important Jeremy's leadership has been for the development of the Charter and expressed their support for him. The AGM by acclamation elected Jeremy as the Charter's first Independent Board Director.

With regard to Board candidates who represent Charter Members, Janet Dalziell (Director of Global Development, Greenpeace International) and Markus Hesse (Vice President for Finance and Strategy, CBM International), both of whose two-year terms end in April 2013, stood for re-election and CIVICUS had nominated Bettie van Straaten (Chief Financial Officer / Director: Operations). All three nominees were elected by the AGM by acclamation for a period of two years. A Board Member can be re-elected twice, after which they need to pause before they can be re-nominated.

### **AGM 12/06 - Amendment to Memorandum and Articles of Association**

The Board has decided that it would like to open up Charter membership to NGOs with a national work focus in countries where there is no equivalent national accountability framework to use. In particular, NGOs from the Global South should be allowed to use the Charter as an internationally recognised instrument of accountability, when working to improve the reputation of NGOs and to defend their political space. This change affects two articles in the Memorandum and Articles of Association and Caroline Harper presented the two suggested amendments. It was emphasised that this document offers only the constitutional basis defining the Charter's scope of work. It was agreed that this should be kept as broad as possible, while Charter *Membership Criteria*, as specified by the Board from time to time, still constitute a good instrument to fine tune the admission of new Members. It was stressed that the Charter is still pre-dominantly an initiative for international NGOs. The AGM adopted the suggested amendments unanimously.

### **AGM 12/07 - Members' Activities 2013**

Hella Fiesser, who has been seconded for 6 months to the Charter from CBM international to develop a more active community of practice, presented the results of the interviews that she has conducted with 16 Member organisations. During these interviews Members suggested two priorities: a) the set up of *Peer Advice Groups*, in which 3-4 Member organisations of similar size and work focus discuss issues of concern on an ongoing basis and b) a series of *Webinars open to all Members* to present and discuss solutions to a specific area of interest (e.g. complaints handling mechanism).

Janet Dalziell presented the concept for this year's annual Members' workshop entitled "*How can we be effectively accountable for our advocacy work?*" Members strongly supported this idea, since it is one of the unique features of the Charter to explicitly cover accountability for advocacy and there is a constant need for improvement in this area.

In the subsequent discussion on how to better embed the Charter as a comprehensive and highly useful tool within Charter Member organisations several interesting examples were given. One particular organisation will work on presenting accountability and their Charter Membership more in a narrative form and integrate the accountability report into the regular annual report, which some Members have already been doing. Another suggested way to strengthen ownership internally would be to set up a cross-departmental Charter team with owners for the various reporting indicators, which is mirrored at senior management level. It is crucial that the Charter is seen as more than a reporting exercise. Several representatives expressed the view that internal commitment improved when staff recognised that the Charter report was a good means to further underpin their reputation, that Charter membership helped staff to address internal accountability challenges with more support and that it allowed a cross-functional coherent response to the multiplicity of accountability challenges our organisations are faced with.

### **AGM 12/08 - The burning platform of NGO accountability**

Caroline Harper opened the afternoon discussion by re-iterating the constantly increasing need for improved NGO accountability in order for the sector to stay relevant and work effectively. When asked what keeps them awake at night, AGM participants jointly identified the following areas of accountability as particularly important: a) accountability towards beneficiaries and how to ensure that we truly enable the *users* or *beneficiaries* to hold us to account, b) accountability towards staff and c) how to better account for the effectiveness and impact of our work. It was concluded that this year's focus on accountability in advocacy work will be the starting point for a series of activities through which we cover all the above named issues in turn to come to collective answers on how to improve each area of accountability.

Jeremy Hobbs concluded the AGM by emphasising that the Charter belongs to its Members and that together we can develop it into a central organisation for improved NGO accountability.