

Accountable Now

Board of Trustees Meeting

03 May 2018

Minutes

Present

Janet Dalziell, Greenpeace International (*Member*)

Elie Gasagara, World Vision International (*Member*)

Brendan Gormley, (*Chair*) (*Non-Member*)

Caroline Harper, Sightsavers (*Vice-Chair*) (*Member*)

Perry Maddox, Restless Development (*Member*) – until ACC 18/15

Janet Mawiyoo, Kenyan Community Development Foundation (*Non-Member*)

Rosa Inés Ospina, Rendir Cuentas (*Non-Member*) – until ACC 18/13

Bettie van Straaten, CIVICUS (*Treasurer*) (*Member*)

In attendance from the Secretariat

Rocío Moreno, Executive Director

Ezgi Akarsu, Programme Manager (*Minute taker*)

Welcome (ACC 18/09)

- Most action points from the last Board meeting have either been completed or are currently being processed. The only issue that needs to be looked into further is assessing the pertinence of maintaining our charity status in the UK.
- Trustees reported on current issues in their various contexts. The continued discussions around ethical behaviour in the sector, as well as ongoing issues of shrinking civic space were key points of commonality.

Executive Director's Report (ACC 18/10)

The Executive Director provided an update on developments since the last Board meeting in February.

- Changes in Accountable Now's team: Project Officer Kameliya Tomova left Accountable Now in April and Bethany Keeley started in May as a full-time



Communications Officer. A part-time accountant is providing support on Accountable Now's finances.

- There have been several developments regarding the [Global Standard for CSO Accountability](#):
 - In mid-February, the International Civil Society Centre (the Centre) submitted a proposal to SIDA on behalf of the project partners, to receive funding to continue the Global Standard's work. The proposal is currently under consideration by SIDA.
 - On March 30, the first phase of the Global Standard officially ended. Accountable Now has closed its financial accounts for the project and submitted them for independent auditing by Sayer Vincent.
 - In April, Accountable Now took over from the Centre as the host of Global Standard Secretariat.
- [Resilient Roots](#) project:
 - In February, Accountable Now signed a Memorandum of Understanding with CIVICUS to focus on learning and documentation in their Resilient Roots project.
 - The project officially began in February with a call for proposals. 300 applications were received, and 8-10 of these will be selected to design and implement innovative pilot projects to examine factors which increase organisation's resilience to external factors.
- Restless Development's Aid Connect bid was approved by DFID in May. Accountable Now is included in the three-year project and will focus on learning and documentation. Details of the project are still being finalised with DFID.

Revisiting Accountable Now's Strategy (ACC 18/11)

- **The Executive Director presented to the Board a proposal to update Accountable Now's Beyond 2015 Strategy. Whilst in the same vein as the existing strategy, there is an increased focus on collaboration with and providing support to Accountable Now's members.**
- Overall, the three main goals for Accountable Now are to promote strong dynamic accountability practices for CSOs, to help members institutionalise accountability practices to achieve greater impact, and to foster international exchange on accountability tools and practices.
- There was discussion about the role Accountable Now can play in situations such as the recent Oxfam scandal, and whether we should speak out on behalf of members as issues arise, and/or rather promote good practices and reporting on negative incidents on an ongoing basis. It was agreed that this is a point for further discussion with Accountable Now's members.
- Trustees also agreed that Accountable Now's role as the coordinator of the Global Standard project should be more strongly reflected in the updated strategy.
- There was discussion on the possibility of Accountable Now offering more tailored assistance to members to improve their accountability practices – this will be discussed and tested with a couple of members from late 2018-early 2019.



- It was **decided** that the Secretariat will further refine the updated strategy based on the Board's discussions. The strategy will be circulated with members before it is sent to the Board for their approval. After the strategy is finalised, aims and activities will be ranked by priority and annual action plans will be drawn up.

Accountable Now's Organisational Structure (ACC 18/12)

- **The Board acknowledged the new organisational structure of the Secretariat as presented by the Executive Director. The new structure introduces a more horizontal way of operating, with the Programme Manager, Programme Officer, Communications Officer and future staff members who will work on the Global Standard all reporting directly to the Executive Director.**
- Tasks have also been redistributed amongst the Secretariat team to allow for more strategic work and the development of internal expertise on certain areas.

Financial Report and Legal Update (ACC 18/13)

- The Treasurer provided an overview of changes to Accountable Now's financial management. Some changes to accounting treatment have been introduced in response to requirements linked to Accountable Now's charity status. The departure of Project Officer Kameliya Tomova led to the engagement of an independent accountant to assist with finances part-time.
- The Treasurer presented the **findings of the 2017 audit**. Along with changes required due to accounting standards for charities, **key recommendations were to amend Accountable Now's reserves policy to reflect the intention of keeping a high amount of reserves, to proceed with the opening of a bank account in the UK in order to register with HMRC, to create a policy for overseas payments, and to institute cash flow projections. The Secretariat is following up on all points.**
- **The Board approved the revised 2018 Budget** as presented by the Executive Director. The Board had decided in its previous meeting to raise this matter in the May meeting as the original budget included only basic funding estimates.
- **The Board acknowledged the financial update for January to April 2018.**
- The Treasurer also provided an update from the **Finance and Risk Committee**:
 - The key financial risk is **sustainability**, as membership fees no longer sufficiently cover operating costs and Accountable Now is more dependent on external funding.
 - Contextual risks were also discussed, mainly the **strength and positioning of Accountable Now in times of crisis for CSOs, and resource scarcity** which could potentially affect some organisations' ability to continue being part of Accountable Now.
 - With these risks in mind, **Trustees agreed that the Secretariat will need to develop an effective fundraising strategy** which targets a variety of donors and keeps Accountable Now members' needs in mind. **The Secretariat** will also explore new ways of ensuring **members receive value for the membership fees they pay.**



- Accountable Now's membership fee structure was also discussed, following on from the February Board meeting. **Trustees decided** that, in order to encourage federation-like organisations bringing their national members on board, **Accountable Now will offer a 10% discount to each member** of such organisations once **three members have joined, and a 15% discount to each member if five or more members join.**
- **Trustees discussed** whether this might result in an increased burden to the Secretariat and IRP due to the increase in reports that would need to be reviewed with more entities joining. **It was decided that the Secretariat should look into an incentive to encourage holistic reporting for federations.**
- Trustees discussed again the issue of **registering Accountable Now in Germany**, following on from discussions in the February meeting. In order to allow more flexibility and independence in operations, **Trustees decided to pursue Germany registration and tasked the Secretariat with taking this forward.** It was noted that registration in both the UK and Germany would result in a double financial reporting burden. The benefits of maintaining UK registration will have to be assessed.

Reporting and the Independent Review Panel (ACC 18/14)

- The Chair of the IRP provided an update:
 - The IRP has faced **turnover challenges** over the past year, with several IRP members' terms either ending naturally, members resigning from the Panel earlier than expected, or being incapacitated due to illness.
 - The introduction of the **new reporting framework** presents some uncertainties, and it will take some time for the Panel to get used to reviewing these new reports.
 - The IRP Chair raised the **issue of members not always taking the Panel's feedback on board, and how to respond.** **Trustees agreed that the Secretariat should be more involved, arranging conversations between members, the IRP and the Secretariat to discuss implementation of the Panel's feedback.** Next steps for escalation would see the Board getting involved.
- It was also **decided that the Secretariat together with the IRP will draw up a model report**, highlighting minimum requirements as well as exemplary practice for each question, as a guideline both for members and the Panel when writing and reviewing reports.
- Trustees requested that **the Secretariat identify key issues appearing across several members' reports and report back to the Board. Discussion of reporting and the IRP will remain a standing matter** at future Board meetings.
- Trustees **acknowledged** the Secretariat's proposal to include some new points in the new reporting questions to cover the issue of unethical conduct and noted that this will be further discussed with members at the AGM on 4 May.
- Trustees **appointed** five new members to the Independent Review Panel:
 - Simon Lawry-White (UK), Founder, Principal Consultant and Director of Vine Management Consulting
 - Elodie Le Grand (Canada), President and Lead Consultant at Consentia – Social Responsibility



- Charlie Martial Ngounou (Cameroon), Transparency and Accountability Expert for the International Association of French-Speaking Mayors
- Jeremy Sandbrook (Australia), Founder and CEO of Integritas360
- Dan Songco (Philippines), President and CEO of PinoyME (Filipino Micro Enterprise) Foundation
- The Secretariat is aware of the continuity problems posed by so many new Panel members' terms running in parallel and will look into how to potentially stagger the terms. The Secretariat will also explore how it can encourage more qualified female candidates to apply to join the IRP in the next recruitment round.
- The board agreed that the Secretariat would reach out to Plan International to discuss various critical issues that the Panel has identified as acute and that hinder their accountability practices.

Changes to the Board (ACC 18/15)

- **Trustees noted the nominations of four new Trustee candidates to be confirmed by the AGM on 4 May.**
- **It was acknowledged that a proposal to amend the Articles of Association to ease restrictions on the number of independent Trustees was being brought to the AGM for decision on 4 May. Dependent on this proposal passing, the Board appoints Bettie van Straaten to continue in her role as Treasurer in an independent capacity until the end of the year.**
- The issue of further Trustee turnover and potential loss of knowledge was discussed, with the Board Chair, Vice-Chair, and Treasurer all leaving the Board by April 2019 and four further Trustees' terms ending with the possibility of extension. **Trustees decided that a recruitment company should be engaged to search for a new Board Chair**, and that the new Chair and a new Treasurer should be brought on board as observers by the next Board meeting in October to ensure ample time for handover. The Secretariat is tasked with taking this forward.
- The need for a new Company Secretary was also discussed and **Trustees tasked the Secretariat with exploring possibilities within Accountable Now's UK-based members**. If a new Secretary cannot be found, Trustees agreed that the Secretariat should take on the relevant tasks.

Membership Update (ACC 18/16)

- **Accountable Now received applications for membership from ChildFund Australia on 13 April 2018 and from ChildFund New Zealand on 11 April 2018.**
- **Both organisations meet the membership criteria and Trustees accepted ChildFund Australia and ChildFund New Zealand as new members of Accountable Now with immediate effect.**
- **Trustees noted the intention of ChildFund International (USA) to apply for membership at the next Board meeting in October.**

Any Other Business (ACC 18/17)



- Trustees finished the meeting with a closed session without the Secretariat.

The next meeting will take place on Wednesday 24 October (virtually via GoToMeeting).

END