

# Accountable Now Verein

## Extraordinary Meeting- 14 September 2023

### Minutes

#### **Present**

Rachel Smith, (Chair of the Board) (Non-Member)  
Alex Sardar, Independent (Non-Member)\*  
Babacar Ndong, Educo, (Member)  
Jean Scrimgeour, Accountability Lab (Member)\*  
Jo Thompson, Independent (Non-Member)  
Mary Brezovich, SOS Children's Villages International (Member)\*  
Tamryn Lee-Fourie, Civicus (Member)  
Tim Boyes-Watson, (Non-member, incoming Treasurer)\*  
Veronica Zambrano, Plan International (Member)\*  
Vanessa Goas, (Non-member, incoming trustee)

#### **With apologies:**

Dumiso Gatsha, Success Capital (*Independent*)

#### **In attendance from AN**

Megan Colnar, Executive Director  
Mary Sprague, Communications and Administration Officer\*

#### **Observers**

Cheri Erasmus, Accountability Lab

*\*indicates where individuals were only able to participate for some of the meeting/votes*

## MINUTES

### **Welcome and Board Matters (ACC 23/18)**

The Chair acknowledged that we had the necessary quorum to begin the meeting and to make the necessary decisions. The chair also acknowledged that while some members would be in and out during the meeting, sufficient board members would be present throughout the meeting for quorum approval. No changes to the agenda were proposed by board members.

The Chair noted that minutes from the June 2023 meeting should clarify that the Verein (board) approved a wind down in Germany asap, as prescribed and defined by German law and AN's bandwidth. Previously the minutes said "with immediate effect". No other changes were requested and the June 2023 minutes were officially approved (**decision**).

The ED noted that one independent trustee (Dumi Gatsha) was cycling off of the board at the end of their current term in September and offered them huge gratitude for their contributions to the board over their term.. The ED also presented profiles/backgrounds of the proposed incoming trustees.

Board members expressed appreciation for the programmatic and operational updates and were excited to see the new Peer Advice Groups, podcasts, and resources materializing over the last few months, and requested a brief update on the close out of AN's hosting of the Global Standard Partnership secretariat. The board took a vote to approve two new Independent Trustees, including appointing a new Treasurer; Tim Boyes-Watson (incoming treasurer) and Vanessa Goas (incoming trustee) were unanimously approved. Vanessa and Tim were then invited to join the rest of the meeting (**decision**).

## Accountability Lab Partnership (ACC 23/19)

The Executive Director provided an overview on negotiations and on-going implementation of the new partnership between Accountable Now and Accountability Lab. Substantial progress has been made on the partnership, including negotiating the architecture of the overall collaboration, beginning to work in partnership across teams and departments, drafting external messaging to describe the partnership, among others. Essentially, the ED described that Accountability Lab has really 'rolled out the red carpet' to support us during this difficult financial year and moment of transition. The ED noted that the official legal agreement between the two entities was nearly finished, including the sign off by AN's pro bono legal counsel on the agreement.

The board unanimously reconfirmed their commitment to the existing partnership and deputized as subcommittee of board members to approve the agreement on behalf of the Verein (board) (**decision**). Board members noted the opportunity for AN to continue thinking about how to share more about the partnership externally and with members, including emphasizing "what's not changing" to offer continuity and clarity (**action point**).

## Finance and Legal (ACC 23/20)

The ED provided a high-level overview of AN's financial situation, as described in the board papers shared before the meeting. The Chair shared that the Finance and Risk Committee had met prior to the board meeting to go through the finances in more detail and make plans for building out more sophisticated cash flow and financial management for AN in near future. The Chair also noted that while the most likely financial scenario would mean that AN spends down a significant amount of its reserves this year, the picture is much more hopeful than it was mid-year. Even though total reserves are likely to be lower than AN's 6-month reserves policy, having 3-4 months starting next year would be a reasonable financial position to start the year.

Board discussions emphasized that while the financial runway for the organization is limited, there is still enough funding and flexibility to continue AN's work and operations as planned (**decision point**). They agreed that AN should maintain a solid understanding of potential winddown costs and scenarios into next year though, as an unlikely reality the organization may need to face if it has another difficult financial year (**action point**).

The board also inquired about how AN plans to manage the transition from euros to dollars, as part of its relocation to the United States, especially next year when it needs to operate in both currencies. They also discussed the existing reserve policy (and how 2023 financial projections

fare against this policy), the work with the German tax authorities, membership scenarios, and how the staff at AN are managing. The ED provided updates on these questions and underscored that while the current team size is making it work for now, it has limited runway and next year's budget proposals will include expanding the team again.

## **Membership Tiers and Fundraising (ACC 23/21)**

The ED shared an overview of AN's new fundraising strategy and how to use/review the fundraising strategy document. Board members indicated excitement in seeing a strategy laid out and endorsed the high-level framing and contents of the document. We briefly discussed whether AN had any policies in place around funders or funding sources it should not accept. Recognizing the fairly limited focus of AN on fundraising since its start, we noted that no specific policies exist yet but that they probably should. The ED expressed interest in a board governance committee who could help define and address our risk profile and limits when it comes to bringing external funding (**action point**).

The ED then shared an overview of the new proposed membership tiers including offers, benefits, and fees with the board. Board members expressed excitement to see the new membership tier proposals with trustees explicitly commending AN on offering different starting points for organizations and for opening membership to regional, national, and local partners. Board members also noted the opportunity to think about membership and support more expansively (i.e. beyond individual organizations) like working with coalitions, movements, consortiums, and big projects.

After some back and forth on the rationale, background research, and prospects related to membership fees, the board unanimously approved the new tiers, but asked the ED to refine the proposal for membership fees, including a plan to grandfather existing members at their current rate for a period of time (**decision**).

The discussion around the Ambassador's Toolkit was moved to the next board meeting.

The next meeting of the board will take place virtually on 16 November, 2023.

**END**