

# Accountable Now Verein General Meeting

## 12 September 2024 Minutes

### **Present**

Rachel Smith (Chair of the Board), Independent  
Jean Scrimgeour, Accountability Lab  
Babacar Ndong, Educo  
Tamryn Lee-Fourie, Civicus  
Vanessa Goas, Independent

### **With apologies:**

Veronica Zambrano, Plan International  
Mary Brezovich, SOS Children's Villages International  
Alex Sardar, Independent (partial)

### **In attendance from the Secretariat**

Megan Colnar, Executive Director

### **Welcome and Board matters ([ACC 24/09](#))**

- The Chair confirmed the necessary quorum to begin the meeting and take any board actions; the meeting's agenda was also confirmed with the addition of a discussion around simplifying board recruitment and onboarding.
- No observations or corrections from the previous minutes, hence, the June 14 2024 minutes was officially approved (**5 Approved 0 opposed**)

### **Updates from ED([ACC 24/10](#))**

#### **Financial Update**

Vanessa and Megan provided an update on Accountable Now's financial situation. While there is a deficit, they expressed confidence in the organization's ability to cover it. The pipeline for next year's funding looks strong, with an estimated two-thirds of the budget already secured and likely moving to a USD based budget next year. The board discussed maintaining a healthy reserve level, potentially around 3 months' worth of expenses. They also talked about the need for careful cash flow management. A potential VAT liability for 2023 is still unknown as German tax advisers are finalizing the 2023 finances.

#### **Strategic Framework([ACC 24/11](#))**

The board reviewed the new strategic framework, which outlines Accountable Now's work under three pillars: examine, equip, and enable. There was discussion around the language used, particularly the term "tough questions," and how to position this in a way that is supportive rather than confrontational. The board was generally supportive of the framework and agreed it would serve as a guiding document for the organization's communications and proposals. And finally approved the strategic framework with a formal vote to be shared via an email due to lost in quorum during the meeting.

### **Board Composition and Recruitment**([ACC 24/12](#))

The board discussed the skills analysis conducted, which identified gaps in areas like legal, risk management, HR, and communications. They talked about the importance of demographic diversity, including gender and age, as well as the value of recruiting board members with deep experience and networks in the sector. The group brainstormed potential candidates, including a focus on recruiting both independent and member-affiliated board members.

### **Member Engagement**

Megan raised the challenge of member recruitment and engagement, noting that it requires significant time and effort. She proposed that board members take on a more active role in supporting member outreach and follow-up, which the board seemed receptive to. They acknowledged the need to balance member engagement with avoiding "member fatigue."

### **Bylaws Updates**

The board also reviewed the new bylaws and proposed the following changes in order to have an effective board :

- 75% attendance requirement for board members
- Organization-based (vs. individual) seats for member representatives
- Cooling-off period of 1 year before rejoining board

Other considerations were keeping 3-year terms (vs. proposal to change to 2 years) in general the board decided to await US lawyer feedback on these proposed minor changes before finalizing the bylaws

### **Key Takeaways/Action points**

- Financial situation is improving, with a strong pipeline for next year (~\$1M+ potential, \$465k weighted)
- New strategic framework approved, focusing on 3 pillars: Examine, Equip, Enable
- Bylaws updates proposed, including attendance requirements and org-based (vs. individual) member seats
- Board skills analysis revealed gaps in legal/risk, HR, and communications expertise
- Need to recruit 2-3 new board members, focusing on diversity and specific skill sets

### **Executive Session** ([ACC 24/13](#))

The board went into an executive session and the next meeting will take place virtually on December 4, 2024

Megan Colnar  
Executive Director

Rachel Smith  
Chair of the Board

**END**