

Accountable Now Verein General Meeting

11 June 2025 Minutes

Present:

Rachel Smith (Chair of the Board, Independent)
Tamryn Lee-Fourie (CIVICUS)
Babacar Ndong (Educo)
Jean Scrimgeour (Accountability Lab)
Veronica Zambrano (Plan International)
Alex Sardar (Independent)

Observers:

Caleb Jamal Masusu (Restless Development)
Patricia J Lerner (Independent)
Javier Gonzalez Gomez (Independent)
Sarah Ritta Kattan (World Scouting)
Jesselina Rana (CIVICUS)
Violet Tsagka (Independent)

With apologies:

Vanessa Goas (Independent)
Mary Brezovich (SOS Children's Villages International)

In attendance from the

Secretariat:

Megan Colnar, Executive Director
Onesimus John Waino, Associate Chief of Staff and Administrations.

Welcome and Board Matters (ACC 25/07)

- The Chair confirmed that quorum was met and the meeting formally commenced.
- The agenda was reviewed and approved with no additions or amendments.
- The minutes from the March 2025 board meeting were reviewed and approved via chat vote (4 in favor, 0 opposed; 2 abstention from Veronica and Jean).
- The Chair welcomed the incoming members – and noted that while they are encouraged to participate and contribute to discussions, their formal appointments will be finalized following a review period by AN's members, beginning at the AGM. The Chair also warmly thanked the departing members; for their service and support during their term on the Board.
- The Chair mentioned that The treasurer and Megan had a conversation about

the procurement policy question that was raised by a board member in the previous board meeting. The Chair stated that there was a strong enough sole source justification for the finance support contract (worth \$12,000 per year) and that even though they did not go through a competitive process, they prepared a sole source justification statement for their records to document the decision. She noted that Accountable Now has also had the opportunity to revisit their procurement policy.

Executive Director Updates (ACC 25/08)

Financial Update and Overview

The ED reported continued financial strength. 2025 revenue is now forecasted to exceed \$705k, with expenditures slightly above budget due to staffing transitions and programming investments. A mid-year budget update will be reviewed by the Finance and Risk Committee (FRC) and shared in the September meeting. Reserves are expected to exceed the initial \$110k goal by year-end. The FRC will present a recommendation on a formal reserve target at the next meeting.

Organizational Development

The ED shared that the team is doing well working remotely, with an increasing number of projects coming in. She is working on transitioning more project responsibilities to other team members to create space for her external engagement and thought leadership efforts. The team is also looking forward to an in-person retreat, although this decision is dependent on her ability to close the current budget gap before the end of the year. A part-time contractor has been onboarded to provide communications and design support for some of AN's external communications materials like the website and member materials.

German Wind-down & U.S. Registration

Operational wind-down of the German entity is nearly complete, with filings submitted and final closure expected in Q4 2025. Accountable Now continues to operate under its fiscal sponsorship agreement with Accountability Lab in the United States. This arrangement has provided essential administrative and compliance support while enabling the organization to stabilize operations and grow its capacity. The current structure allows the team to focus on programmatic and strategic priorities while leveraging shared services and infrastructure from the fiscal host. In parallel, Accountable Now is now legally incorporated in the United States and is progressing toward independent registration, including the application for 501(c)(3) tax-exempt status. The Board previously raised questions regarding potential legal liabilities, governance responsibilities, and administrative obligations under independent registration and an action item was agreed to schedule a legal consultation involving Board members, Accountability Lab, and external counsel to further assess risk exposure, clarify fiduciary responsibilities, and evaluate the comparative advantages

of remaining under fiscal sponsorship versus transitioning to full legal independence- this was done and recommendations were provided in the board pack. The report from the meeting with the legal team was presented and after deliberations the board decided that the discussions on US registration and continuing filing for 501(c)(3) status will be revisited at the end of the year since AN has until December 2026 to file for 501(c)(3) status.

Governance Update

The Board revisited the bylaws revisions tied to US incorporation. Megan confirmed that directors' insurance coverage now aligns with US standards. A final vote on the updated bylaws is scheduled for the September meeting, pending legal review. The Board agreed to focus September governance discussions on implications of U.S. status for member engagement and oversight.

Resource Mobilization (ACC 25/09)

Membership Update

Membership revenue has declined from two-thirds to about one-third of Accountable Now's total revenue in recent years. Despite this, there is still strong interest from new members, including some joining at the full membership tier. AN's *Senior Director, Community, Learning, and Strategic Initiatives* has recently taken on membership engagement efforts, and the team is working to refine their membership story and outreach strategy. They aim to bring on 5–6 new members by the end of 2025.

Strategic Partnerships and Member Support

The ED noted strong momentum in strategic partnerships, including new engagements on accountability learning systems and major donor collaborations. Member engagement has increased, with structured onboarding for incoming board members and ongoing dialogue around strategic alignment. The ED presented updates on the implementation of Accountable Now's strategic framework, with early outcomes to be shared at the Annual General Meeting (AGM) 2025. Board members were encouraged to attend and support member dialogues, which will center on: CSO verifiability and accountability, Membership value proposition, AN's advocacy positioning. The Board emphasized the need to simplify AGM messaging and reinforce member-centric outcomes.

Funding Outreach and Priorities

Megan shared that Accountable Now has historically relied more on membership revenue rather than grants, with only small amounts of grant funding in the past. Currently, Megan is focused on trying to secure more grant funding, particularly core/unrestricted funding, to diversify Accountable Now's revenue sources. She has been in conversations with several potential funders, including connections made

through her network. The goal is to try to close some of these grant funding opportunities in the next few months.

The board discussed Accountable Now's financial situation, with revenue largely from project contracts rather than core funding. The board provided feedback on Accountable Now's draft pitch deck for potential funders, suggesting ways to strengthen the narrative and messaging around Accountable Now's unique value proposition and role in supporting the broader accountability ecosystem. The board encouraged Megan to explore partnerships and aggregator models to access more funding, rather than just individual grant proposals. They also advised being strategic with language around "core" funding. Megan shared her goal of using any new funding not just for Accountable Now, but to also support partner organizations working on accountability globally who are struggling.

Overall, the discussion on (ACC 25/9) focused on refining Accountable Now's funding strategy, messaging, and collaborative approaches to secure more diverse and flexible sources of funding.

Other Business & Executive Session (ACC 25/10)

An executive session was held to discuss board recruitment, organizational resourcing, and leadership transitions.

The next board meeting will be held virtually on 16 September 2025.

Megan Colnar

Executive Director

Rachel Smith

Chair of the Board

END