

Global Board Meeting

Minutes – digital meeting

27th-28th November 2020

Board Participants: Claire Tiffen (Trustee), Dr Emad Adly, Emmanuel Seck, Ewout van den Blink (Trustee), Farah Kabir (Chair), Getro Mathieu, Graciela Salaberri (Vice Chair), Jose-Ramon Avila, Lewis Makurumure, Loreine Dela Cruz, Peter Curran (Trustee), Prime Nkezumukama, Rod Snider, Ruiti Aretaake, Rumana Kabir (Chair of Trustees), Sarah Henly-Shepard (absent for the first day of the meeting), Tolekan Ismailova, Zenaida Willison

Observers from Stichting GNDR:

Oenone Chadburn, Ruud van den Hurk (Stichting GNDR Executive Board) and Thea Hilhorst (Chair of Stichting GNDR Supervisory Board)

Apologies:

Emma Hillyard (Treasurer), Kees Zevenberger (Stichting GNDR), Nicole Stolz

In attendance from the Secretariat:

Bijay Kumar (ED), Domitille Francois (BLO), Florencia Pasquale (Interpreter), Kunhali Muttaje (SRL), Liza Hernandez (Americas and Caribbean RL), Lucy Pearson (HSD), Marliyn Mbugua (Africa RL), Nick Roberts (HO), Valeria Drigo (PL)

Support:

Andrew Bidnell (Facilitator)

Alejandra Vallebona (Interpreter)

John levers (consultant for RAG Review Report)

Key:

Resolves in blue text

Actions in green text

Links to documents are highlighted

1. Welcome from the Chair:

The Chair Farah welcomed the Board members to the digital Global Board meeting organised over two days. She thanked Andrew for facilitating this meeting.

2. Recording Apologies:

It was noted that apologies were received from Emma, Nicole and Kees. Sarah also advised that she would not be able to attend the first day of the Global Board meeting.

3. Agenda

The Chair presented the agenda and the agenda was approved by the Global Board members.

Resolution: The agenda was approved - It was proposed by Claire and seconded by Graciela.

2020.10.27 Agenda 3 Draft Agenda of Global Board meeting 27th-29th November 2020

4. July 23rd 2020 meeting minutes

The meeting minutes were reviewed page by page and were approved by the Board.

Resolution: The minutes of the last Global Board meeting were approved - proposed by Graciela and seconded by Ruiti.

2020.10.27 Agenda 4 July 23rd 2020 Global Board meeting minutes

5. Summary actions from October 2019 to July 23rd 2020 Global Board meeting minutes

ED advised Board members to read through the summary action points documents and asked them to give their comments.

No comments were recorded.

2020.10.27 Agenda 5 Summary Action Points form October 2019 Board meeting

2020.10.27 Agenda 5.1 Progress against Summary Action Points 23rd July Board meeting

6. Update from Secretariat

Reference was drawn to “the Secretariat update” shared by the ED. ED advised the SLT members to share their respective areas of engagement and he requested Board members to seek clarifications/ask questions after the end of the SLT presentations.

Board noted that the Secretariat KPIs for 2018/19 generally hit the target.

ED thanked HSD, the Secretariat and all Board members who have been involved in the successful Global Summit. HSD shared a few statistics:

- Number of people registered (excluding staff): 1389
- Number of people who logged into virtual environment (excluding staff): 781
- Average number of people per live session: 80
- Highest number of people in a session: 132 (week 1)
- Lowest number of people in a session: 55 (week 3)

ED gave an HR update and advised the Board that we have been working on New ways of working, culture and RASCI for the Secretariat.

Comments from the Board:

Peter: Is there any vacancy that has been filled since the last Board meeting?

ED: We have recently hired the SRL and the RL for Americas. Regional Operations Officers for Asia/Europe and Americas will start in November. We still need to get the RL for Africa, the MEAL Coordinator and the Policy Officer, but those positions are linked to the BMZ funding that has been delayed. Unfortunately, we will also be losing our MEC Anna.

Oenone: Do financial scorecards include just contracted or contracted and in development grants?

Nick: It only shows grants with signed contracts.

Loreine: Has there been difficulty in accessing funds?

HSD advised that we have always built partnerships that usually get renewed. Partners believe we are more relevant than ever. Our focus is now building back better.

2020.10.27 Agenda 6 Secretariat Update

2020.10.27 Agenda 6.1 Funding Pipeline for 2020-21

2020.10.27 Agenda 6.2 Fundraising update

2020.10.27 Agenda 6.3 Report on Secretariat KPIs 2019

2020.10.27 Agenda 6.4.1 Financial Scorecard for the Board for the quarter ended 30th September 2020

2020.10.27 Agenda 6.4.2 Financial Scorecard for the Board for the quarter ended 30th September 2020

7. Stichting GNDR Update

Stichting GNDR Executive Board member Rudi gave an update about Stichting GNDR.

1. Stichting GNDR was set up to enable continued funding from EU, as Brexit will prevent the Global office accessing most EU funding lines;
2. Stichting GNDR was also set up to mobilize European members and to engage in joint advocacy in accordance with the strategy.

We need to dress up our presence in the Netherlands and establish minimal eligibility requirements such as:

1. Set up a bank a/c in NL;
2. Ensure programme funding from other sources to show that GNDR NL is an active entity and build track record;
3. Ensure key policies are in place (safeguarding, M&E, procurement);
4. Ensure audited accounts are available;
5. Have at least one staff based in the NLs. He advised that a replacement for Anna will (MEC) be needed in the Stichting GNDR office from November 2020.

During next month's Stichting GNDR meeting, we will present a plan for the Supervisory Board to consider.

Comments:

Thea agreed with Rudi. Stichting GNDR is a vehicle to help GNDR achieve its global strategy. She also advised that there should be a light presence in the Netherlands and would like for members to meet face to face once a year.

2020.10.27 Agenda 7 Stichting GNDR update

8. Recommendations from Finance and Audit Working Group

In the absence of the Treasurer, HO presented the following recommendation to the Global Board for approval:

The FAWG reviewed the recommendations of the FAWG.

Resolution: the finance section of the risk register as recommended by the FAWG was approved by the Board, proposed by Prime and seconded by Claire.

2020.10.27 Agenda 8 Recommendations from FAWG

9. Recommendations from Governance Working group

ED advised that in this section of the meeting, there would be 2 parts: announcement and proposals

Announcement of the Board resolutions received through email. Before the board meeting the GWG requested for the approval of the Board by email on three recommendations. The Chair of the Board Farah and the Chair of the GWG Graciela announced the decisions made by the Board

- Board resolved to to recognise the contribution of Getro as a Board member and would like to reiterate its empathy and solidarity with Getro. the Board in recognition of the situation that Getro is in like (1) moving his residency to outside of the Caribbean Region (2) inability to give time to pursue the GNDR mission in the Region, Board relieved Getro Mathieu from his role as the Board Representative from Caribbean with immediate effect. For record, the results of the online voting were as follows: Agree - 16 (of total 19 Board members means more than 2/3rd remaining members); Disagree: None; No view 2; No response: 1
- Board resolved to use the 2019 Board representative election result to avoid additional cost and also that Getro was relieved with immediate effect, and decided to invite Lorenzo Mota King from Dominican Republic, to join GNDR as a Board Representative from Caribbean Region to complete the remaining 2 years' tenure of the current elected position. For record the results of the online voting were as follows: Agree - 17 (of total 19 Board members means more than 2/3rd remaining members); Disagree: None; No view 1; No response: 1
- Board resolved to appoint Rod Snider as Independent Board member and completes his second and final tenure of 3 years. For record, the results of the online voting were as follows: Agree - 18 (of total 20 Board members means more than 2/3rd members); Disagree: None; No view: None; No response: 2

The Board reviewed the additional recommendations received from GWG for approval. The resolutions were taken as follows:

- Board resolved to add the following elements/aspects to the qualification for the Regional Board Representative election.
 - (a) The aspiring regional representative to the Board should be a resident in the region,
 - (b) The regional representative must be conversant with one of the languages spoken in the region,
 - (c) The women Affiliate members are encouraged to apply,
 - (d) The Affiliate member who are 'Person with Disability' are encouraged to apply,
- The Secretariat was authorised to initiate the election of Two Vice-Chairs.

ED, Farah and Graciela thanked Getro for his involvement in the Board and wished him the best.

2020.10.27 Agenda 9 Recommendations from GWG

2020.10.27 Agenda 9.1 GNDR Global Board representative election application form

2020.10.27 Agenda 9.2 GNDR Global Board Elections Email from ED

10. Recommendations from Membership Working Group

The Chair of the MWG Peter gave an update about the MWG. He advised that the Secretariat approached the MWG to review a request to make the Associate Member representing Iran in the Regional Advisory Group an equal member. This issue was referred to the GWG for their review and recommendation.

As shared by the Chair of GWG Graciela and ED, it was agreed that more information regarding the context in Iran will be collected by the Secretariat as it was noted by Emmanuel that there are NGOs registered in Iran.

MWG recommends the following to the Board for Approval:

MWG was requested by the Secretariat to review the membership application by COCIGER. This organisation was previously a member of GNDR, but was dropped during the recategorization process because it was not legally registered. After reviewing the documents, MWG recommends that COCIGER should be readmitted as a member to GNDR because they have coordinated GNDR activities in the past and have a good presence in Guatemala.

Resolution: **The Board approved to accept COCIGER as a full member of GNDR**, it was proposed by Lewis and seconded by Prime.

2020.10.27 Agenda 10 Recommendations from MWG

11. Recommendations from RWG

The Chair of the RWG Rod presented the ToRs of the Resource Working Group and asked the Board to approve the recommendation.

Comments:

Farah: How will donor intelligence be shared with members?

Rod advised the Regional Leads will be on the ground and will reach out to Board members when there is opportunity. Board members can also report to Regional Leads and RWG and vice versa (RWG to report back to the Board as well.)

Oenone: How much will this group focus on the private sector?

Rod advised that the RWG will invest the right time when GNDR has the highest change to secure funding. We need to explore different opportunities but we have to be measured and make sure there is a good return on investment.

Oenone encouraged the RWG to get support around anticipating financing and innovation.

Loreine: What do you mean by more diversified funding?

Rod advised that funding could be from different donors, form different foundations, from different sectors (private sector). They will also be looking into individual fundraising, charging fees, etc.

America and Caribbean RL highlighted that the sessions for fundraising skills for members at the Global Summit were very successful.

Resolution: [The ToRs of the RWG were approved by the Board](#), proposed by Jose Ramon and seconded by Rumana.

2020.10.27 Agenda 11 Recommendations from RWG

12. Trustees' Recommendations

The Chair of Trustees Rumana submitted the Trustees' recommendation for the appointment of Ian as the new Trustee.

Resolution: [Board registered its gratitude to Emma for her fantastic contribution to the growth of GNDR. Emma's scheduled departure in December'20 would create a vacancy in Trustees team. The Board approved the appointment of Ian as the new Trustees.](#) It was proposed by Emmanuel and seconded by Claire.

The Chair of Trustees also advised that Trustees in consensus elected Peter Curran as the Vice Chair of the Trustees. This is shared with the Board for information and noting.

Rumana advised that Peter will be supporting Rumana and stepping in when she is away. Peter has already helped with the realignment and staff wellbeing.

2020.10.28 Agenda 12 Trustees' Recommendations

13. Risk Matrix

HO advised that the Risk Matrix is reviewed at each SLT meeting and the finance section of the Risk Register was reviewed at the last FAWG meeting.

ED advised that the Risk Matrix is approved by the Trustees once every 6 months and presented to the Board. He added that if the risk is critical, it will be monitored monthly by Trustees.

Comments:

Rumana: Why is the training on Bribery & Fraud only for the Board and Trustees?

HO: [Staff will be trained on bribery and fraud prevention by the end of the year.](#) They have already been trained on Safeguarding.

Rumana: what about the members? How are we monitoring them?

ED advised that all members go through an annual check of terrorist list. There is also a whistleblowing policy for members to file complaints. Members are also requested to sign the membership guidelines.

Claire: Are those approaches adapted with partner when financial resources are proved to partners as opposed to membership?

HO advised that GNDR signs MoUs with partners and all the terms/activities would be clarified in those agreements.

Claire: On safeguarding does GNDR have an independent hotline?

ED advised that there is an email address managed by HR.

Jose Ramon: Safeguarding policy should be extended to all members and take to the RAGs. RAGs should develop a process as membership needs to contribute to the good image of GNDR.

2020.10.28 Agenda 13 Risk Matrix

14. Election of Vice Chair

ED advised that 2 nominations were received for the role of Vice Chair: Prime and Rod.

Each candidate was given two minutes to speak as to why they are contesting for the election of Vice Chair of GNDR; how they see themselves qualifying for the position of Vice Chair of GNDR; and if elected what would be their priorities in pursuing the mission of GNDR.

Prime: "I will help with the dissemination and implementation of the strategy in each country and each region and support regions with fundraising. I will support the GWG to improve the Governance role so that every member feels comfortable with the manual and rules. I will also support the implementation of activities and projects in each region facing DRR issues."

Rod: "I will support the chair Farah and make sure to bring gender-diversity in GNDR. I will support with fundraising and project-based organisations. I will focus on bringing diversity and growth within GNDR. I will assist in achieving our ambitious strategy."

2020.10.28 Agenda 14 Notification for Election of Global Board Vice Chairs

15. Election Results

The Chair Farah thanked Graciela for her great work as the Vice Chair and she advised that she felt privileged to have the support of Prime and Rod. They have both already made their mark in different working groups and it is an honour that they have decided to take on extra duties

ED advised that Prime and Rod will both be part of the GWG and they will have to decide who will be the chair during the first meeting.

Graciela stated that she was very happy with the results as the organisation is being strengthened on the governance side. She wished best success to Prime and Rod and encouraged them to prioritise strengthening membership

Resolution: [Board recorded its appreciation for the great leadership provided by Graciela in the position of Vice Chair.](#)

[Board appointed Prime \(one year – till October 2021 - the remaining part of his membership in the Board\) and Rod \(till October 2022\) as the two new Vice Chairs of the Global Board.](#)

16. Global Board KPIs review

The Chair of Trustees Rumana went through the Global Board KPIs documents, she reminded the Board that their duties and responsibilities can be clustered into five objectives – which are as follows:

1. To uphold the values and principles of GNDR;
2. To set strategic direction of GNDR;
3. To oversee and support the operational management led by the GNDR Secretariat in supporting network members working together, building capacity and collaboratively advocating to increase community resilience and reduce disaster risk around the world;
4. To develop, strengthen and deliver the oversight role of internal governance that is accountable to members of GNDR;
5. To review risk and ensure that Secretariat has put in place adequate mitigation measures.

Comments from the Board:

1. To uphold the values and principles of GNDR

Tolekan: We need to translate GNDR values and principles in different languages.

ED confirmed that the strategy has already been translated into Spanish, French and Arabic.

Action: 2 pages' strategy to be translated into Spanish, French, Arabic and Russian.

2. To set strategic direction of GNDR

Rumana suggested the amendments in the Board KPIs - organisational policies should be reviewed/updated by the Board, but need to be approved by the Trustees.

Peter and Zen agreed that the wording in the Board KPIs needs to be changed as the Board does not approve organisational policies, but they review them. It remains with the Trustees as a UK legal requirement. ED recognised that the Board should be involved in the input of organisational policies but not in the approval.

Action: Board KPIs indicator regarding organisational policies needs to be changed and reworded. Organisational policies should be reviewed/updated by the Board, but need to be approved by the Trustees

3. To oversee and support the operational management led by the GNDR Secretariat in supporting network members working together, building capacity and collaboratively advocating to increase community resilience and reduce disaster risk around the world

Jose Ramon suggested that RAGs should be trained in management and advocacy in order to implement the strategy.

It was noted that the Secretariat should gather testimonies of Board members representing GNDR in various events.

Rumana: How should we measure how many events we have attended (globally? locally? regionally?)

Zen agreed that it is a demand/assignment from the Secretariat but the number of meetings attended is not important. ED advised that it is not a comparative analysis: we are looking at the Board as a whole, not as individuals; it is a collective Board responsibility. Graciela agree that it is important to be measured as Board members are representative of the membership regionally.

Loreine agreed that it should be measured more as a collective body rather than individuals. It Should be qualitative data rather than quantitative.

Action: Board members to send BLO meeting that they have attended assigned by GNDR or when representing GNDR for recording purposes. This has to be reflected in the Board KPI

4. To develop, strengthen and deliver the oversight role of internal governance that is accountable to members of GNDR

ED advised that Board members need to be very active on the Community Platform and asked the Board how the Secretariat can help.

It was noted that Board members should have more training and incentives on why/how to use the CP regionally with members, and how we can make it the main communication tool with members. Prime insisted on using the CP in order to enable the Secretariat to monitor the interaction with members.

Jose Ramon and Graciela advised that we need to take into account members' limitations.

Americas and Caribbean RL added that she is working with the RAGs to review why the CP is rejected/under-utilized by NFPs.

Action: HSD advised that Secretariat will be conducting a review and user testing of the Community Platform to determine ways to increase usefulness for members.

5. To review risk and ensure that Secretariat has put in place adequate mitigation measures

It was noted that there is no indicator in regards to the responsibility of Board members and the risk matrix.

Action: It was proposed that the indicator would be rewritten as follows: Global Board is working with Trustees to review the Risk Matrix

ED advised that the Secretariat will need to review the Board KPIs indicators for next year as the strategy has been implemented, it will now need to be reviewed.

ED asked each SLT member to tell the Board what they would like Board members to prioritise in the next year:

- HSD: identifying priorities in the regions, playing a steering role in the RAGs, fundraising and mapping of our network.
- PL: strengthening connection with NFPs in terms of evidence-based advocacy and policy influencing, gathering expertise/knowledge and stories of success about our risk drivers
- SRL: concentrating on the vulnerable and most-at-risk people where membership is low, fundraising the weaker members and low profile areas, capacity strengthening to help us reach those weaker CSOs
- Americas and Caribbean RL: building good communication between RL and board members (Graciela, Jose ramon, Lorenzo, Rod, Sarah) and with partners/stakeholders on the region
- Africa RL: encouraging members to organise/participate in webinars regionally and at country level, spreading the word and reaching out the Secretariat to organise such events.

It was noted that the Chair Farah acknowledged that Board members have care responsibilities and that expectations from the Secretariat need to be managed. It is important to highlight how far and to what extent the role of Board members needs to be stretched, where does it stop and

where do Secretariat, Rags and members take over. Sarah agreed with Farah about acknowledging demands and hardships.

The Chair of Trustees Rumana concluded that the Board KPIs have received a high score and insisted that we are all volunteers.

Action: Secretariat to circulate the new KPIs for approval

2020.10.28 Agenda 16 Global Board KPI

2020.10.28 Agenda 16.1 Global Board KPI review

2020.10.28 Agenda 16.2 Global Board KPI feedback from staff

17. Agreeing on Board meeting dates

ED presented the dates for the next 4 Global Board meeting

Resolution: Board members agreed on the following dates:

18th March 2021 – Plans and budget for the year

9th September 2021 – annual audit and annual report

Action: BLO to send a doodle poll to Board members in order to vote for the remaining statutory meeting and the face-to-face Board meeting.

2020.10.28 Agenda 17 Global Board meeting dates 2021

18. AOB

ED thanked Graciela, Jose Ramon and Nicole as they are stepping down as Board members and are finishing their tenure in March 2021.

The Chair Farah thanked each Trustee, Board member and the convenors of each working group. She recognised the performance of the Secretariat and SLT members. She thanked ED for his good leadership and Andrew for facilitating an excellent meeting.

XXXXXXXXXXXXXXXXXXXX MEETING ENDS with thanks to all involved XXXXXXXXXXXXXXXXXXXX

NOTE FROM THE DAY III – 29th October'20
Interactions with Board members NOT part of the Formal Board Meeting

RAG Review Report

HSD and external consultant John levers presented the RAG Review report to the Board.

Comments from the Board:

Graciela advised that NFPs do not understand their advisory role and why they cannot make a decision.

John stated that the roles have not been defined and it is still emerging.

Dr Emad agreed with Graciela and advised that the word 'advisory' has made the system not doing the ownership. When RAGs think about something, the Secretariat will have to look at it and then will let RAGs know their decision. There is no ownership from RAGs and NFPs.

Jose Ramon agreed and suggested that RAGs have expertise and need to have more say/more capabilities. The secretariat need to address the issue that members feel RAGs are not listening to NFPs.

Emmanuel advised that the NFPs have also a role of ambassador and asked what the weaknesses of the RAGs are. John said that RAGs have no link with large governmental actors.

HSD advised that we need to work on capacity building of NFPs and how to structure the objective settings of the RAGs. She stated that the Secretariat would take what Board members said into account and produce a presentation of GNDR next steps for members at the next RAG meetings. We are committing and investing in adapting RAG meetings with the Board suggestions.

Loreine agreed that GNDR is complex but she also advised that operationally speaking we need the secretariat as it is accountable to donors.

Jose Ramon stated that it is understood that the structure is still being developed and he recognised the effort of everyone involved.

ED acknowledged the issue raised by Graciela, Jose Ramon and Dr Emad. He highlighted that GNDR is a global network and decision needs to be taken at global level by the Global Board. However, RAGs must inform decisions of the Board through the Chair of the RAGs – the Board representatives from the Region. The Secretariat is to implement the decisions taken by the Global Board.

Action: Farah advised the Board members to send their recommendations/solutions by email to HSD.

2020.10.29 Agenda 19 RAG Evaluation

20. Board reflections from Digital Global Summit

Andrew facilitated a discussion about the Digital Global Summit. Board members were divided in 3 groups and answered 3 questions. Here are a few examples:

- What we found most valuable about the Digital Global Summit was...
 - conversations on DRR and conflict, inclusivity, the simultaneous translations in 4 languages, interaction between local actors and global actors, learning and sharing of experiences, open to anyone, participative and informative event, easy platform
- If we did again, what would we change?
 - Shorter summit, different online tools, consider different time zone, more effort in publicising the event
- What will we be doing next as individuals to maintain the momentum in our part of the world?
 - Share the recommendations and conclusion of the Global Summit with RAGs, NFPs and key institutions, promote peer-to-peer learning, networking, local resource mobilisation, posting videos of the Global Summit, continue discussion online

ED advised that we will be taking forward this new way of doing things online and think about including communities most at risk and the local CSOs. He also said that we will be using Kudo for RAGs meetings and shared that the Secretariat will be organising at least 4 webinars a month on various strategic issues and will look forward to the active participation of the members.

2020.10.29 Agenda 20 Global Summit 2020 Objectives