

Global Board Meeting Minutes – Online

Thursday 12 December 2024 12:00 – 15:00 UK time

Board Participants: Emmanuel Seck (Chair of the Global Board), Peter Curran (Chair of Trustees), Lorenzo Mota King, Tolekan Ismailova, Ghada Ahmadein, Eena Geslaine Barrun, Tasneen Siddiqui, Usha Menon, Baimba Sisay, Grace Ananda, Breny Herrera, Diana Enriquez, Jana Junghardt, Mario Flores, Ewout van den Blink

Apologies: Heleen van der Beek (Chair of Stichting GNDR), Claire Tiffen, Khurram Malik

In attendance from the Secretariat: Marco Concepcion Raba, Ipsita Sircar, Shivangi Chavda, Becky Murphy, Adessou Kossivi, Kathryn McDonagh, Orla Cunnane, Florencia Pasquale (TPA)

External Support: Francesca Lo Truglio (Interpreter)

Key:

Resolutions in red text

Links to documents are highlighted

1. Welcome from the Chair

Emmanuel welcomed everyone to the meeting

2. Recording Apologies

Apologies were received in writing from Claire Tiffen and Khurram Malik

3. Agenda

The Chair presented the agenda for approval.

Resolution: The agenda was approved

4. 12th September 2024 meeting minutes

The minutes of the previous meeting were reviewed.

Resolution: The minutes were approved

5. Updates from the Secretariat

[2024.12.12 Secretariat Update.docx - Google Docs](#)

Marcos presented the Update from the Secretariat of the work undertaken from September to November 2024.

Emmanuel asked for more detail on the strategy around managing the deficit. Marcos responded that it was approved for GNDR to operate at a deficit this year to be covered by the reserves. This is being closely monitored by the Trustees. The Secretariat has been, and will continue to prioritise fundraising activities to reduce the deficit.

6. Recommendations from the Finance and Audit Working Group

[2024.12.12 Recommendations from FAWG.docx - Google Docs](#)

Nick presented the updates of the Finance and Audit Working Group. Highlights include the 2023-24 statutory accounts having been filed with the authorities, and our first-ever USAID audit is currently ongoing. There were two recommendations:

- Secretariat responses to the post audit report should be presented at the Trustees meeting on 18 December.
- The process and timetable for 2025-26 workplan and budget should be shared at the same Trustees meeting.

7. Recommendations from the Governance Working Group

[2024.12.03 Recommendations from GWG.docx - Google Docs](#)

Marcos presented the recommendations of the Governance Working Group, including the suggested new process for the election of Independent Board Members. This process was approved by the Global Board.

Resolution: The recommendations of the Governance Working Group were approved

8. Recommendations from the Membership Working Group

[2024.12.12 Recommendations from MWG.docx - Google Docs](#)

Lorenzo presented updates from the Membership Working Group, including the different standards of legal registration for our member organisations in different countries. The Membership Working Group suggested that members should keep GNDR updated on their legal status in their respective countries.

The Membership Working Group also suggested that the number of CSOs required for a country to have an NFP should be adjusted to 2 CSOs.

Resolution: The recommendations of the Membership Working Group were approved

9. Recommendations from the Resources Working Group

[RWG recommendations.docx - Google Docs](#)

Usha presented the updates from the Resources Working Group, which discussed pipeline, the new Fundraising Strategy and its emphasis on resourcing our strategic aims, and the Resilience Fund.

The Resources Working Group also asked for new members of the Board to volunteer to join the group.

Resolution: The recommendations of the Membership Working Group were approved

10. Updates from the Trustees

Peter Curran presented an update from the Trustees, noting that in the upcoming Trustees meeting the Trustees will be reviewing the risk register and the Financial Scorecard.

Peter announced to the Board that we have recruited two new Trustees – Marianna Leite and Redempta Njeru.

Peter announced that he will be stepping down as Chair of the Trustees after two terms in the role. Claire Tiffen will remain as Vice Chair and a new Chair will be elected at the upcoming Trustees meeting.

11. Approval of Modifications to the Governance Manual

[Revised Governance Manual - Google Docs.docx - Google Docs](#)

Marcos presented the work of the Governance Manual Task Force, who have been working on updating the Governance Manual. The updated Governance Manual has been assessed and recommended by the Governance Working Group.

The Task Force and the Governance Working Group do not recommend the creation of an Advisory Board to the GNDR Governance Structure.

The Task Force and Governance Working Group also considered and clarified the process for the election of Independent Board Members and the role of the NFPs.

The Governance Working Group suggests that the NFP term be reduced to three years.

It has been clarified that all Global Board Members – Regional Representatives and Independent Board Members – can serve a maximum of two three-year terms.

The process for shortlisting candidates for the election of Regional Representatives was also discussed. The updated Governance Manual says that the Governance Working Group should ascertain that candidates fulfill the requirements. The number of shortlisted candidates will now be determined by the number of countries in each RAG.

Baimba raised the question of penalties for NFPs who do not increase membership within their country. Marcos clarified that it is the role of the Governance Working Group to open discussions with NFPs who are not performing in their roles and to then make a decision on their position.

Lorenzo raised the idea that the Membership Working Group should support the Governance Working Group in the process of drawing up the shortlist for Regional Representatives candidates for election.

Tasneem queried whether some countries would become dominant in their RAGs if they have significantly more members than other countries in their RAGs. Marcos clarified that increasing the number of candidates reduces the risk of this happening by offering more options for members in that region to vote for.

Tolekan suggested adding the criteria of representation of LGBT people in the NFP roles. Marcos responded that the criteria will only be specific on gender for the time being and that we can add a sentence at the beginning of the Governance Manual to emphasize our values on inclusivity.

Resolution: The update of the Governance Manual was approved

12. Approval of Next Strategy Planning Approach and Timeframe

2024.12.12_GNDR Strategy Review Process - Google Docs

Our current strategy finishes at the end of 2025 and we need to approve a new strategy. Before the next Global Board meeting in February we will hire an external consultant to support the process of developing the new strategy. We propose creating a new Strategy Development Working Group who will, with the support of the Secretariat and following extensive consultation with the members, define the new strategy.

This new strategy will be presented to the Global Board at the meeting in September. The members will provide feedback on it, before a final version is presented for approval at the December 2025 Global Board meeting. The intention is then for the new strategy to be announced at the Global Summit in February 2026.

Lorenzo praised the suggested process and supported its approval.

Resolution: The Strategy Planning Approach and Timeframe was approved.

13. RAGs feeding into the Board meeting

The following updates from the Regional Representatives were presented to the Global Board.

[Baimba 2024.12.12 Updates from the Regional Representatives Template \(1\).doc - Google Docs](#)

[Caribbean 2024.12.12 Updates from the Regional Representatives Template.docx - Google Docs](#)

[Ghada 2024.12.12 Updates from the Regional Representatives - Ghada Ahmadein - NAWA region.docx - Google Docs](#)

14. Approval of the Global Board meetings calendar

[GB&Trustees Meetings calendar 2025 - Google Docs](#)

Resolution: The 2025 Global Board meetings calendar was approved by the Global Board.

16. Conclusion and Thanks

Peter concluded the meeting and thanked everyone for attending.

The meeting concluded at 15.00 UK time.