

MINUTES OF THE CHS ALLIANCE INTERIM BOARD, 21 JANUARY 2016, 13.00-15.00 CET TELECONFERENCE

PRESENT:

John Beverley (JB), Joan Coyle (JC), Annabel Cruz (AC), Anne de Riedmatten (AdR), Nick Guttmann (NG), Jacquie Heany (JH), Camilla Knox-Peebles (CKP), Takeshi Komino (TK, Items 1-6 only), Mudasser Siddiqui (MS), Robert Tickner (RT, Chair), Willem van Eekelen (WvE), Di Willis (DW), Jeff Wright (JW)

IN ATTENDANCE:

Carol Curran (CC, minutes only), Judith Greenwood (JG)

APOLOGIES:

Véronique de Geoffroy (VdG), Loretta Hieber-Girandet (LHG), Bijay Kumar (BK), Thea Hilhorst (TH)

ACTION

1. APOLOGIES, WELCOME AND DECLARATIONS OF INTEREST

WvE opened the meeting and introduced the new Chair, Robert Tickner. RT outlined his background, his belief in collaboration and his hopes to make a contribution. He was honoured to take on this role because the CHS Alliance is a landmark reform for the sector.

There were no declarations of interest.

2. MINUTES OF THE LAST BOARD MEETING ON 12-13 OCTOBER 2015 AND NOTES OF CONFERENCE CALLS ON 19 NOVEMBER AND 8 DECEMBER 2015

The minutes of the last Interim Board meeting on 12-13 October 2015, and the notes of the conference calls on 19 November and 8 December, were adopted.

3. MATTERS ARISING NOT APPEARING ELSEWHERE ON THE AGENDA

3.1 IMPROVING ENGAGEMENT IN THE US

JG and JW had discussed this issue; the CHS was well known in Europe but organisations in the US were less familiar with the standard. The Alliance would

have an exhibition stand and hold meetings at the Interaction Forum 2016 in Washington on 18-20 April. JW would assist with dissemination at World Vision.

3.2 APPROACH TO DONORS FOR ADDITIONAL FUNDING

JG had met with some success in approaching donors. The Swiss government had increased its funding from CHF 200k to CHF 250k and was facilitating early payment. DANIDA would also make an early payment. JG would be seeking funding during her visit to Finland but there had been large cuts in Finnish Aid. The FRA had proposed that a fundraising sub-committee be formed (see Agenda Item 4.2).

3.3 OTHER ACTIONS ARISING

The document on actions arising from meetings was noted. It was reported that the German government had provided €100k to support organisations that wished to go through verification; HQAI would manage this funding which was not limited to CHS members. It was reported that DFID is unable to fund an organisation until it has two years' audited accounts; although it was fully supportive of the CHS and the Alliance, its funding had to be given to People In Aid. It was confirmed that the Alliance would be approaching Korea, The Philippines and Kuwait for funding. RT reminded Board Members that they had a role in supporting approaches to donors.

4. UPDATE FROM ED

4.1 REGISTRATION OF UK ESTABLISHMENT AND MERGER AGREEMENTS

It was reported that the registration of the UK Establishment and been completed just before Christmas. The merger and transfer agreements were being finalised ahead of signature. HAP staff had transferred to the CHS Alliance on 1 January and People In Aid staff would be transferring on 1 February. JB reported that there would have to be a bigger write off of HAP bad debt than anticipated which would put stress on People In Aid reserves which were positive. The new organisation was in a critical period but there was confidence that reserves would be rebuilt over the next 12-month period.

4.2 ED'S REPORT INCLUDING RISK REGISTER

The report and risk register were noted. In terms of the risks, the merger was on track but the funding gap was an issue. The mitigating action in relation to ensuring membership renewals was noted in particular the membership pack which would be issued shortly. The Verification Scheme would be discussed later in the meeting (Agenda Item 7).



The uptake of the CHS was highlighted including its adoption by the DEC and Global Clusters, its first mention in a Humanitarian Response Program (HRP) and the request for assistance from the START Network. Further progress had been made with the World Humanitarian Summit (WHS) and three CHS copyright holders would look at holding a side event at the WHS.

Looking forward, the CHS would be launched in Somalia, Sudan and Bangladesh. The Alliance's current focus was on implementing self-assessment for members. In addition, the Membership and Nominations Committee would be meeting for the first time to start reviewing membership applications and to prepare for the General Assembly.

It was reported that the momentum surrounding the CHS was also picking up in Asia. AdR indicated her willingness to provide support for the WHS side-events and with further dissemination.

JG was congratulated on the list of activities. It was reported that the Alliance was continuing to provide on-going services to members. However, staffing in London would become an issue as all the long-serving HR services team members would have departed by the end of February. JC offered her support in terms of institutional knowledge and induction of new staff, and believed all former People In Aid trustees would be willing to assist in a similar way. It was confirmed that the HHR Asia conference would be evaluated in terms of customer satisfaction and the ongoing impact of the programme on participants. The Steering Group had met earlier in the week and it had been confirmed that BRAC's offer to provide access to its training facilities in Bangladesh for HHR Asia 2016 had been confirmed.

JB highlighted the risk relating to reliance on traditional donors with two thirds of the Alliance's income coming from this source; he raised the issue of some guiding principles on funding sources. This would depend on the success of fundraising activities, the support provided for JG and setting up the fundraising sub-committee as proposed by the FRA. An approach would be made to Board Members to join the sub-committee which would meet quarterly; diversification would be its challenge. A paper on fundraising with formal recommendations regarding the role of the sub-committee and diversification targets would be prepared for the next Board meeting.

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Action: Fundraising paper to be prepared for the next Board meeting.

JG/JB

It was confirmed that FRA would regularly review the risk register, which was a live document. FRA would continue to meet monthly to monitor progress on finance and systems.

5. FINANCE, RISK AND AUDIT COMMITTEE

5.1 MINUTES OF FRA MEETINGS ON 10 NOVEMBER AND 8 DECEMBER 2015

The minutes of the two meetings were noted.

5.2 REPORT FROM MEETING ON 19 JANUARY 2016

JB reported on the meeting held on 19 January. Apologies were offered to AdR who had not received the invitation to join the FRA in time to attend the meeting.

At the last Board meeting in the autumn, there had been disquiet at the financial situation, despite both organisations being viable, mainly due to a lack of financial information. The FRA had taken the view that the priority should be given to getting members to renew in 2016 rather than chasing bad debts for 2015 fees. Although this would impact the balance sheet for the new organisation, the Alliance would rebuild the reserves during the year. The target would be to have three months' operating costs in reserves but it might not be achievable in 2016. FRA would continue the momentum with monthly meetings and improved management account information.

The combined management accounts, which had been emailed earlier in the day to Board Members, indicated that the combined closing reserves for HAP/People In Aid/CHS Alliance would be positive for 2015. Fundraising would be the challenge. Cash flow was not an issue currently although the position was not as optimistic as previously thought. Bad debts would continue to be chased and would be a bonus if recovered; FRA had decided to take a prudent approach on the management accounts.

JG highlighted the difficulties in compiling the balance sheet when merging two different financial systems and communications styles. A visual representation of the financial position was requested to aid understanding.

Action: Charts to be incorporated in the financial reports.

JB/EF

5.3 FUNDING PIPELINE

The funding pipeline was noted.

6. GOVERNANCE

6.1 NEW CHAIR AND BOARD RESIGNATIONS

The Board acknowledged and accepted the resignations of Robert Glasser (Chair) and Sajid Mansoor Qaisrani (Board Member). The appointment of Robert Tickner as Chair was confirmed.

6.2 NOMINATIONS TO INTERIM COMMITTEES (FRA AND MEMBERSHIP AND NOMINATIONS)

It was noted that the FRA was fully functioning. The Membership and Nominations Committee would be meeting for the first time shortly: JC, JW, Robert Sweatman, BRC, and Rezaul Chowdhury, Coast, were the committee members.

6.3 COMPLAINTS COMMITTEE

As agreed at the last Board meeting, the HAP Complaints Committee had been transferred to the CHS Alliance.

6.4 GOVERNANCE MANUAL UPDATED FOLLOWING OCTOBER BOARD MEETING

The Governance Manual was adopted. It was suggested that, in time, the document should be reviewed as it is a light touch Manual.

6.5 CHS STEERING COMMITTEE

The draft Terms of Reference (ToR) for the CHS Steering Committee were noted. These had been drafted following discussion between HAP, People In Aid, Sphere and Groupe URD, although the Committee had never been constituted. Sphere had asked for it to be put into action.

It was agreed that the document should be used as the basis of discussions with other key stakeholders, prior to redrafting and resubmission to the relevant Boards for approval. It was proposed that this could also offer the opportunity to discuss reciprocal membership of the CHS Alliance and Sphere on each other's Board.

Action: JG to liaise with Sphere about the CHS Steering Committee.

JG

A presentation at the April Board meeting was requested on the infrastructure for the CHS to give a clearer understanding of the different elements and responsibilities, and how they relate.

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6.6 GENERAL ASSEMBLY

It was noted that a conference centre in Geneva had been reserved for 3-4 November for the General Assembly. It would be possible to book a third day for a

training course to be held in conjunction with the GA so that some members could apply for training funding to support attendance.

7. CHS VERIFICATION SCHEME

The revised CHS Verification Scheme and feedback from the Board were noted. At its last meeting in October, the Board had raised some serious questions about the earlier version of the Scheme and had formed a sub-committee to review it. Pierre Hauselmann had subsequently moved to head up HQAI, and neither of the two experienced consultants approached to work on the Scheme had been available. Consequently, Catherine Skehan from CAFOD had agreed to carry out a review of the self-assessment tool in an attempt to make it more user-friendly.

JG elaborated on the revision:

- (a) This was still a work in progress: it was 'good enough' to get started on verification and to collect feedback from members which would be incorporated in a later revision.
- (b) The four options for the Scheme were:
 - (i) Self-assessment
 - (ii) Peer review
 - (iii) Independent (or third-party) verification
 - (iv) Certification(i) and (ii) were within the purview of the Alliance while HQAI was responsible for (iii) and (iv).
- (c) The indicators had been reduced from 84 to 62, which were taken directly from the CHS key actions and organisational responsibilities.
- (d) Self-assessment was not a series of tick boxes asking "do you have?" but asked "how do you demonstrate?"
- (e) The information about independent verification and certification was provided in an annex.

The Board discussed the document at length and the following was of note:

- HQAI was a completely separate organisation with its own Board. Although it would focus on the CHS it would also measure other standards. HAP certified members were already moving to the CHS, and there was an MoU between HAP and HQAI about the transfer of members' data. HQAI would share the summary sheet for CHS Alliance members to meet their requirement for membership reporting.

- JG had stood down from the HQAI Board after attending one meeting as she believed there was a conflict of interest. The HQAI statutes included Alliance representation on its Board so this should be considered at the next meeting.
- There was urgency in approving the Scheme so that communication can begin with organisations that need to move forward immediately. It was important to take a pragmatic approach at this stage.
- It would be helpful to include diagrams in the document so that the Scheme could be represented pictorially.
- What would be the process for People In Aid certified members? JH was willing to help with understanding the People In Aid/people management perspective.
- There were concerns about the heavy nature of the Scheme and the costs of independent verification and certification. These would need to be addressed by HQAI. It was suggested that its Chair be invited to give a presentation at a future Board meeting.
- Under the CHS Alliance Verification Scheme, members have four verification options open to them; the Alliance leaves it to the member to decide which route is the appropriate option for the organisation.
- HQAI donors had contributed to a fund to help organisations with the costs of certification.
- The Scheme did not appear to address affected populations. It was suggested that two ways of measuring the CHS could run in parallel, the second run by the Alliance with a lighter touch and with affected populations at the centre. The Alliance had limited resources and capacity and was not in a position to support this. In terms of serving members, they were able to undertake any of the Scheme's options to meet the membership requirements.

**NEXT
AGENDA**

It was **resolved** that

- (a) The Verification Scheme would be adopted following incorporation of as many of the Board's comments as possible; reducing the number of indicators would not be part of this revision.
- (b) The ED's report would include uptake of self-assessment and when sufficient numbers were available, the Scheme would be reviewed incorporating members' feedback.
- (c) The Chair of HQAI would be invited to give a presentation at a future Board meeting.

JG

Action: JG to revise the Verification Scheme within the next month and report regularly on self-assessment.

JG

Action: JG to invite HQAI Chair to give a presentation to the Board.

8. IN CAMERA ITEMS

There were no in camera items.

9. ANY OTHER BUSINESS

There was no other business.

10. DATES OF 2016 MEETINGS

The dates and timings of the 2015 meetings were confirmed as:

Monday 11 – Tuesday 12 April 2016 at CAFOD's offices, London.

Timing: 13.00-17.00 GMT on Day 1 (lunch from 12.00) and 08.30-16.00 on Day 2.

Thursday 21 July 2016, teleconference.

Timing: 13.00-15.00 CEST (CET+1)/12.00-14.00 BST (GMT+1).

Monday 10 – Tuesday 11 October 2016, Geneva.

General Assembly, Thursday 3 – Friday 4 November, Geneva.

The meeting closed at 15.40 CET.