

Global Board Meeting Minutes – Digital meeting

17 March 2022

Board Participants: Claire Tiffen (Vice Chair of Trustees), Dr Emad Adly, Emmanuel Seck, Ewout van den Blink (Trustee), Graciela Salaberri (Chair of the Global Board), Lewis Makurumure, Loreine Dela Cruz (partly attended), Lorenzo Mota King, Mario Flores, Prime Nkezumukama, Rod Snider (Vice Chair), Ruiti Aretaake, Sophie Rigg, Tania Triminio, Tolekan Ismailova, Usha Menon (Trustee-partly attended), Zenaida Willison (Vice Chair)

Observers from Stichting GNDR: Thea Hilhorst (Chair of Stichting GNDR Supervisory Board - partly attended)

Apologies: Farah Kabir, Heleen van der Beek (Stichting observer), Ian Farrer (Treasurer), Oenone Chadburn (Stichting observer), Peter Curran (Chair of Trustees), Rudi van den Hurk (Stichting observer)

In attendance from the Secretariat: Bijay Kumar (ED), Domitille Francois (BLO), Florencia Pasquale (TPA), Liza Hernandez (Americas and Caribbean RL), Nick Roberts (HO), Marilyn Mbogua (Africa RL), Rebecca Murphy (PL), Shivangi Chavda (SRL)

External Support: Brenda Bibiloni Kreisher (Interpreter)

Key:

Resolutions in blue text

Actions in purple text

Links to documents are highlighted

1. Welcome from the Chair

The Chair Graciela welcomed the Board members to the first Global Board meeting of 2022. She talked of the significance of this particular meeting as the Board is expected to review and approve the plans and budget for 2022/23.

Graciela insisted on the increased relevance of risk-informed development and the critical role of CSOs in the emerging challenges of the world, such as the conflict in Ukraine and the recent earthquake in Japan. She also expressed her solidarity with the Ukrainian people and all the people who are impacted by the old and the new conflicts.

Graciela thanked the Secretariat for their hard work ahead of the Board meeting and she also thanked all participants for their commitments in achieving our goals. She highlighted that the agenda of this meeting is very packed.

1. Recording Apologies

Apologies were received from Farah, Ian and Peter. It was also noted that observers from Stichting GNDR Heleen, Oenone and Rudi would not be attending the meeting. Loreine and Usha advised that they would be joining the meeting later.

2. Agenda

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

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

2022.03.17 Agenda 3 Draft Agenda Global Board meeting 17 March 2022

3. Welcome to new members

The Chair welcomed back Prime and Mario to the Board, following their election as Board regional representative for Eastern Africa and North America respectively. New Board member Sophie was introduced as the new Board regional representative for Europe.

2022.03.17 Agenda 4 Introduction of new Board members

4. Global Board December 2021 meeting minutes

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

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

2022.03.17 Agenda 4 Global Board December 2021 meeting minutes

5. Summary actions from December 2021 Global Board meeting

ED highlighted the summary actions against the Board resolutions and actions recorded during its December meeting. These were noted.

2022.03.17 Agenda 5 Summary action from December 2021 Global Board meeting

6. Updates from Secretariat

ED advised that the secretariat update (as outlined as Message from ED), the update against secretariat KPIs and the risk matrix were shared with Board members for their information and he encouraged Board members to give their comments/questions by email, which will be taken on board and actioned by the Secretariat.

Policy Lead gave a brief presentation about GNDR's contribution to the upcoming Global Platform for DRR and highlighted that key messages would be based on:

- Localisation
- Risk-informed development
- Importance of space for civil society in global decision making
- Specific call to action based on Sendai Framework midterm review

PL provided an overview of activities that GNDR will be involved in. This include (amongst others):

- Members' briefing session (5 April 2022, 2pm UK time)
- Stakeholder Forum (official prep days)
- Stakeholder briefing on Sendai Framework midterm review

- GNDR involvement at GP official days (2 High Level sessions, 3 official side sessions, 2 unofficial side events, innovation booth, ignite stage slots)

In terms of membership activity at the GP, we are developing a Global Platform GNDR strategy document which will outline where our members are actively participating to encourage member to member support (working on a members' activity mapping as well as a communication strategy).

ED encouraged all Board members to attend the GNDR Members' Briefing meeting on 5 April 2022 at 1 pm GMT.

Action: Detailed Powerpoint about the Global Platform to be sent over to Board members.

HO presented the new financial scorecard (April 2021-March 2022), which was revised by the finance and audit working group, and highlighted a few points:

- We spent less money on activities and salaries than we had planned - £2,186,478 instead of £2,842,374, partly due to the slow burning rate of the projects.
- Funding growth: 20%
- Future funding and sustainability: total budget is £1,901,143 against total confirmed income to date is £1,301,163. We received 68% of our funding so far.

ED advised that Board members received the funding pipeline for their information and stated that our fundraising manager is currently working on finalising the submission of our proposal to USAID. ED also confirmed that the secretariat team is in the process of submitting other proposals, including a concept note with CBM for £3,764,679.

ED requested the Board to send their comments/questions about the financial scorecard and funding pipeline by email within a week. The Secretariat will report back on the observations/comments received during the next Board meeting.

2022.03.17 Agenda 7.1 Message from ED

2022.03.17 Agenda 7.2 Update against Secretariat KPIs

2022.03.17 Agenda 7.3 Risk Matrix

2022.03.17 Agenda 7.4 I Financial Scorecard

2022.03.17 Agenda 7.4 II Financial Scorecard

2022.03.17 Agenda 7.5 Funding Pipeline

7. Plans and Budget 2022-2023

In the absence of the Treasurer, Ewout presented the following FAWG recommendations to the Global Board for noting:

- The 2020-21 Trustees Report and audited accounts were filed with the relevant authorities in accordance with the statutory deadlines.
- The FAWG continues to monitor the 2022-23 funding gap, and noted that, if the Sida and USAID proposals are approved, GNDR will be able to balance its budget for 2022-23.
- The financial section of the risk register and audit action plan were reviewed by the FAWG.
- The FAWG has produced a revised version of the financial scorecard and it will be presented to the Board.
- The Secretariat has written to auditors Ernst and Young following its audit of the DEVCO VFL project, expressing serious concerns about how the audit was conducted.
- The FAWG agreed that, in a change from the practice in previous years, the recommendation to approve the plan and budget for 2022-23 will come from the Board of Trustees.

Ewout added that the liquidity position of GNDR has improved and there are more potential funding opportunities coming in 2022-23.

Senior Regional Lead presented the corporate plan to the Board and explained that this plan is co-created and linked to GNDR Strategy 2020-2025. This year ('Year 3'), the focus will be to demonstrate through our interventions how to translate our work into actions and influence policies and practices.

The corporate plan comprises activities, the budget (funded and unfunded) and the workplan. The activities (split across our 3 main goals) are drawn from:

- Activities mentioned in the strategy (page 39 to 44)
- Activities that are already committed across different projects

SRL advised that the unfunded activities for the year will be prioritised by the fundraising capacity. The total budget for the activities of 2022-23 is £2.5 million, of which we have already secured £1,843,759.

HO presented the budget for 2022-23 to the Board for approval. It was noted that the total expenditure budget for the year is £1,843,759. This includes £698,619 for activities and £992,795 for salaries. He added that the budget comprises some key assumptions, such as cost of living increase of 2% and UK office downsizing.

The budget is based on five grants: EU DEVCO - Views from the Frontline (VFL), USAID - Making Displacement Safer (MDS), BMZ - Local Leadership for Global Impact (LLGI), Swiss Development Corporation core funding (SDC), Swedish International Development project and core funding (Sida). Four of these five grants have already been secured. In regards to the Sida grant, we are in the process of signing for another 4 years and since the donor has been funding GNDR continuously since 2018, we consider it highly likely that the grant will be secured.

We have also submitted a concept note with USAID for a climate justice/gender transformation project and will be completing a full proposal by the end of March. The grant is for \$5 million over 5 years and the likelihood of the project being funded is also high. If the USAID proposal is secured, GNDR will be able to cover the budget deficit of £126,074 and balance its core budget for the year.

Finally, it is worth noting the level of unrestricted reserves currently stands at £281,205. Any money overspend would have to come from that.

In terms of cash flow, HO advised that we have sufficient cash until the end of March 2023. He insisted that this underlines the importance of securing the Sida and USAID grants. If either the Sida or USAID grant is not secured by 30 June 2022, we will have to take mitigating actions.

Comments:

Rod - does the cash flow include the reserves?

HO - Yes, it does include the reserves (cash in the bank).

Rod and Ewout agreed that it is important to monitor when we will actually start dipping into the reserves.

Dr Emad - We are in a better position financially compared to a few years ago. But there is a big difference between funds for activities and salaries. We need to do more on mobilising more funds for activities. Regional activities need to increase. RAG meetings are always asking for more engagement on the ground. We could have a fair competition for the members at national and local level.

HO - Over half of the budget is for salaries. However, if we secure the USAID grant, there would be activities funded from that grant (\$5 million over 5 years). It would increase activities funds

by £300,000 for the next 6 months. But as it is not secured yet, it was not included in the budget.

ED - It should be noted that we are not a typical INGO. We are a network secretariat. Most of the cost is in HR, which can be defined as 'programme support cost', as our aim is to help, assist and support members so that activities can be led by members.

ED added that we should indeed have more add engagement on the ground, which is to be done by the members. We are trying to see how we can increase the number of activities on the ground led by the members. The current proposal with USAID focuses on how we can develop communities-based plans in several countries, primarily led by the members. Our role is to facilitate the members and implement a programme, which can be used as demonstration, as a policy project.

Rod - We definitely need to increase regional funding but there are many challenges, particularly being registered in regions/countries to accept funding. After doing some research, the RWG found out that if we are receiving regional funds, it often requires us to be registered in that region.

Sophie - Is there a possibility from any grant to push back the gap further? Have we got good relations with some donors where we can go to get a bridging grant?

HO - We do have good relations with SDC and Sida and we can look into cash advances. We are in the process of asking SDC if they could give us money in April instead of September to adjust the cash flow issue.

ED - We also have a funding strategy and we are focused on diversifying our sources of funding. At this point of time, we are trying to expand beyond institutional donors and target corporate funding as well as trusts and foundations.

ED requested the Regional Leads to give a brief summary on the regional fundraising effort.

❖ Asia/Pacific and Europe

1. Christian Blind Mission (CBM) - The concept note is about establishing a Global Technical Hub for Disability Inclusive DRR. This technical hub will impart technical know-how and skills and strengthen the capacities of the CSOs who are working in DRR and would like to enhance their capacities on how to work with people with disabilities. This is a global project across 9 countries.

2. ADPC - The concept note is towards strengthening the capacity of local governments and CSOs towards risk-informed sustainable development.

❖ Africa

1. Concept note to OSIEA (Eastern Africa) on women empowerment and cross cutting issues with climate change.
2. Concept note from West Africa to USAID (incorporated in the global proposal)
3. Initial discussion with African development bank on proposal about fragility and resilience focusing on peace building and resilience for the Eastern Africa region.

❖ Americas and Caribbean

1. Working with regional members and partners on developing a concept note on RDD with disability populations.
2. The Latin America Network of Women in DRR, a joint effort between UNDRR, UNWomen and GNDR working together since October 2021, has more than 900 women registered and it is a potential opportunity to seek funding.

Tolekan - It is important for members to work more closely with the secretariat to gather innovative ideas and new initiatives for involvement in the process of adapting the GNDR strategy for the development of local fundraising, especially in times of conflict (like in Ukraine or Afghanistan).

Graciela - We can agree that raising funds is a constant issue, but we are a network, not a funding entity. Our work is to support members and facilitate collaboration between them. What we should do regionally is to help members with small funding so that they feel that they are contributing and recognised with their work, and that they are part of this network, receiving support for the strengthening of capacity.

Resolution: The Board approved the plans and budget for 2022-23 – proposed by Lorenzo and seconded by Prime.

2022.03.17 Agenda 8.1 Recommendations from FAWG

2022.03.17 Agenda 8.2 Corporate plan 2022-23

2022.03.17 Agenda 8.3 I Budget 2022-23

2022.03.17 Agenda 8.3 II Budget narrative

2022.03.17 Agenda 8.4 Cash Flow projection

2022.03.17 Agenda 8.5 Update on Special fundraising brainstorming session

2022.03.17 Agenda 8.6 Position on Stichting GNDR

8. Secretariat KPIs 2022-2023

ED advised that the Secretariat KPIs for 2022-23 were shared with the Board for their approval and requested whether there were any questions/comments. There were no comments from the Board.

Resolution: The Board approved the Secretariat KPIs for 2022-23 – proposed by Claire and seconded by Rod.

2022.03.17 Agenda 9 Secretariat KPIs 2022-23

9. Recommendations from Governance Working Group

Due to technical issues, Emmanuel presented the GWG recommendations to the Board on behalf of the Chair of the GWG.

The GWG recommended the following to the Board for noting:

- The Board members' tenure and election results

The GWG recommended the following to the Board for approval:

- The Board KPIs 2022-23 (It may be noted that the new Board KPIs are almost a repeat of the last previous Board KPIs.)

Resolution: The Board approved the Board KPIs 2022-23 – it was proposed by Loreine and seconded by Mario.

2022.03.17 Agenda 10 Recommendations from GWG

2022.03.17 Agenda 10.1 Global Board KPIs 2022-23

2022.03.17 Agenda 10.2 Board members election year

2022.03.17 Agenda 10.3 Election of new Board members – Results

10. Recommendations from Membership Working Group

In the absence of the Chair of the MWG, Loreine proposed the MWG recommendations to the Board.

The MWG recommended the following to the Board for noting:

- The response rate to the annual membership survey was: 41% of affiliate members and 27% of associates. This was an increase of 9% compared to last year. Analysis will be shared during the next Board meeting.

The MWG recommended the following to the Board for approval:

- The membership acceptance of the National Platform for Civil Society Organisations on Climate Change (PNOSCMC) in Mozambique. They have met the requirements in the process for organisations without legal registration and are a network aligned with GNDR's own strategies and values.

Comments:

Usha - Well done on the membership survey that saw a good increase in response. It would be good to know what motivated the response.

PL - There has also been a change in the communication strategy - we targeted individuals, which took a lot of work and time from the membership engagement coordinator but brought motivation from members. There has also been an increase in motivation around big events such as the COP26 and the upcoming Global Platform.

Resolution: The Board agreed to accept the National Platform for Civil Society Organisations on Climate Change (PNOSCMC) in Mozambique as a new GNDR member - it was proposed by Tolekan and seconded by Emmanuel.

2022.03.17 Agenda 11 Recommendations from MWG

11. Recommendations from Resources Working Group

The Chair of the RWG Rod presented the following recommendations for noting:

- It was recommended that the RWG develop a strategy to aid and build regional fundraising. In terms of regional funds, there are some challenges but also lots of opportunities. This strategy will help members to do their own fundraising.
- The relationship with Stichting GNDR should continue, and exploration as to how we can use them to bring in funds should be undertaken.
- The Secretariat will develop a capability statement which can be used to publicise GNDR to organisations, donors and other interested parties. This will be shared with donors and partners so that we can build consortiums.

Rod reiterated the importance of targeting funding opportunities that give the best return on investment and focus on proposals that cover core costs but also increase activities.

12. Trustees Update and Recommendations

The Vice Chair of Trustees Claire advised that the Trustees are recommending the following points to the Board for noting:

- Peter Curran was elected in consensus as the Chair of Trustees.
- Claire Tiffen was elected in consensus as the Vice Chair of Trustees.
- During the Trustees AGM (Annual General Meeting), Trustees and the Chair of the Global Board Graciela reviewed the performance of Trustees against the approved KPIs. The review of Trustees KPIs document was consequently shared with the Board.
- New Trustee Usha went through the induction process, prior to the Board meeting of December 2021, and will go through a UK Charity Trustee training in April 2022. She attended her first Trustees meeting on 15 December 2021 (AGM).
- Trustees reviewed and approved the risk matrix during the Trustees AGM.
- Prior to this Board meeting, Trustees reviewed the 2022-23 corporate plan and budget, and agreed to submitted to the Global Board for approval, subject to the following comments:
 - In order to balance its budget, the Secretariat will need to secure grants from Sida and USAID, which are still to be approved.
 - Should either of these grants not be secured, contingency plans will be put in place to permit further cost saving measures to be implemented and a balanced budget achieved.
- Trustees also endorsed the Secretariat's proposal to maintain Stichting GNDR in its existing state and continue to explore ways of funding it.

13. Stichting GNDR Update

In the absence of the Chair of the Stichting GNDR Supervisory Board, Ewout presented the Stichting recommendations to the Board.

The Stichting recommended the following to the Board for noting:

- The Stichting GNDR's bank account is opened with Triodos Bank in the Netherlands.
- The Supervisory Board took note of the Trustees' decision to continue to maintain the Stichting GNDR.
- The Supervisory Board noted that the fundraising capacity of the GNDR Secretariat will do a prospective research about trusts/foundations and consortiums (for accessing Institutional donors) in the Netherlands. Stichting will work with RAG Europe to discuss how to raise funds and how to take the global strategy forward at the European level.

The Stichting recommended the following to the Board for approval:

- Stichting Supervisory Board members are happy to welcome the new Board representative for Europe, Sophie Rigg, to join the Stichting GNDR Supervisory Board.

Resolution: The Board agreed to endorse Sophie as a new member of the Stichting GNDR Supervisory Board - it was proposed by Prime and seconded by Ruiti.

2022.03.17 Agenda 14 Stichting GNDR Update

14. RAGs feeding into the Board meeting

Lorenzo, Prime and Tolekan presented the RAG report for their respective region. Here are a summary of the key points:

- Most NFPs agreed that the Regional Representatives to the Global Board regularly consult the members they represent, present the issues raised in the Board meeting and communicate the decision of the Board back to members (via the Community Platform, WhatsApp, emails as well as during the RAG).
- Most NFPs agreed that they are effectively represented in national, regional and global events, by their Regional Representative to the Board.
- There was 100% agreement amongst NFPs that Board members have required knowledge and awareness of their role, mostly resulting from training and guidance from GNDR. Some of the barriers to knowledge are being addressed through the following means:
 - Collaboration with other members of the network
 - Building strong board/member relationships
 - Reviewing the Board members' performance

- Communication - both formal and informal - with other members and with Regional Coordinators
- Although the majority of NFPs agreed that there is adequate representation of members' voices, perspectives and interests, there is feedback that more could be done, such as:
 - Expressing solidarity and rapidly responding to extraordinary disaster situations
 - Ensuring that the needs of the membership are met
 - Evaluating and approving programs, priorities and activities of GNDR for members
 - Establishing policies to guide the conduct of GNDR members
 - Setting benchmarks and monitoring for achievement

ED recognised the brilliant work done by Board members during the Regional Advisory Group meetings. The Chair of the Board highlighted the importance we give to our Regional Advisory Groups as part of our governance.

2022.03.17 Agenda 15.1 RAGs feeding into the Board meeting - Americas and Caribbean

2022.03.17 Agenda 15.2 RAGs feeding into the Board meeting - Africa

2022.03.17 Agenda 15.3 RAGs feeding into the Board meeting - Asia/Pacific and Europe

15. Conclusion and thanks

ED highlighted the priorities and expectations from Board members, which are drawn out from the strategy and in line with our direction of travel, as follows:

- Engage, learn and jump in the processes at the community level to mobilise the voices of members
- Engage in the regional processes which are leading to big events such as the UNDRR Global Platform, the COP27, the HLPF
- Strengthen consortium-based fundraising at the regional level

ED also added that although we are not a humanitarian response organisation, GNDR has its place in integrating preventive and risk-informed development perspectives into the humanitarian response and in the process of strengthening resilience building.

The Chair of the Board and ED thanked all Board members and Trustees for their good attendance and contribution during this meeting.

ED and Graciela also recognised the Board Liaison Officer, the interpreters Florencia and Brenda, and gave appreciation for the support provided by the Kudo operators.