

12th Board Meeting
15-16 November 2007
Maison de L'environnement 2 - Geneva
Approved Minutes

Present

Andreas Kamm (Chair) – DRC
Antonio Donini (Vice Chair) – Independent
Ton Van Zutphen – World Vision International
Jemilah Mahmood – MERCY Malaysia
John Farmer – Medair
Astier M. Almedom – Independent
Mamadou Ndiaye – OFADEC
Mary B. Anderson – Independent
Jonathan Mitchell – CARE International

Absent with apologies

Ken Caldwell – Save the Children UK

Ex Officio

Nicholas Stockton – HAP Executive Director
Susanna Söderström – HAP Office Manager (Secretary)

The Board met in "executive session" from 11:00 to 12:45. The Board reconvened at 14:00 with the HAP Executive Director and Office Manager in attendance.

1. Executive Session

Feedback and conclusions from the Executive Meeting:

- (a) The Board expressed strong support for the work of the Secretariat.
- (b) The Chair will continue to manage the performance of the Executive Director against agreed objectives.
- (c) Complaints from Members concerning the Secretariat should be channelled through the Chair.
- (d) The Board will hold a short annual executive meeting to review the performance of the Director.

2. Welcome

- (a) Andreas Kamm from DRC was welcomed as the new Chair.

- (b) Jemilah Mahmood from MERCY Malaysia and Jonathan Mitchell from CARE International were welcomed as replacements for Denis Caillaux and Shareen Shariza Dato' Abdul Ghani respectively.

3. Agenda

The draft agenda was adopted.

4. Minutes of 11th Board Meeting

- (a) Apart from the misspelling of Astier's name, the minutes were approved.

5. Matters Arising from 11th Board Meeting

- (a) Re 2b: Copies of official document of handover of BSO from ICVA now provided.
- (b) Re 2d: The Secretariat had decided not to send out a questionnaire on certification due to the feeling that this might appear confrontational. Instead the Secretariat consulted with members lead contact persons.
- (c) Re 4: Some confusion about the decision concerning the proposed independent board member search. The Secretariat will again ask members of the General Assembly to nominate independent candidates and will also institute a search for candidates via the website.
- (d) John Farmer, Andreas Kamm and Jemilah Mahmood will interview nominees that come forward through this approach.

6. Chair's report

- (a) A meeting was held in Copenhagen on 8 October 2007 with the chairpersons of HAP, Sphere, ALNAP, and People In Aid, a.k.a. "the Q & A Initiatives". The Vision paper drafted by the heads of the Q & A Initiatives was discussed but not formally adopted. Andreas will distribute a paper submitted to the chairs that proposes practical activities to be tested in the field rather than more discussion on the vision.
- (b) The Chairs had agreed to a proposal ask the Emergency Relief Coordinator to invite one of the chairs to represent all of the Q & A Initiatives at the 2008 Global Humanitarian Platform. Eleanor Monbiot, chair of ALNAP had undertaken to send the letter. Concern was expressed that this had gone ahead with no consultation with the HAP Secretariat, who also had not been given a copy of the letter to the ERC.

7. Election of Officers

- (a) The Board unanimously elected Andreas Kamm, Secretary General of DRC, as the Chair, and Jonathan Mitchell, Emergencies Director of CARE International, as the Treasurer. They were elected for a period of two years, or until October 2009.
- (b) The Board confirmed that the election of the new Chair was conducted by email, organised by the former Chair, Denis Caillaux, on 15 June 2007.
- (c) The Board requested the Secretariat to arrange liability insurance for Board members.

8. Revision of Statute

- (a) The Board noted that the Statute specifies that the Board elects the officers, while the Board Protocol specifies that the officers are elected by the General Assembly. The Board agreed that the spirit of HAP is best represented in the Protocol and therefore proposed that the Statute be amended at the 6th General Assembly in April 2008.
 - i. Article 15.6: new text proposed: “Board members are elected for two years, renewable twice.”
 - ii. Article 16.2: propose amending to “review and approve”.
 - iii. Amend numbering (there are 2 Chapter VII).
- (b) Adverse reactions to Article 20 could be dealt with by promoting Associate Membership.
- (c) Unanimous agreement on other changes proposed by the Secretariat.

9. Paper on Certification Presented to the Board

- (a) The Board took note of the paper authored by Jane Cocking and Antonio Donini, and proposed that the wording on certification will be used on the website to clarify options when explaining HAP membership and certification. The Board reiterated members’ commitment to the Humanitarian Principles; acknowledged each member’s commitment to prepare an accountability work plan and recognised the obligation to be monitored by the Secretariat on this; acknowledged that the HAP Standard was created as the tool for measuring compliance with the Humanitarian Principles.
- (b) Issues about certification for larger composite members can be discussed at the next General Assembly. The Board encouraged the Secretariat to collect case studies of relevant organisational change processes to help agencies considering the road to certification.

10. Board Resignations

- (a) The Board noted with regret the resignations of Harsh Mander and Jane Cocking. It was agreed that Antonio Donini as Vice Chair would pursue an informal follow up of both resignations.

11. Delegation of Authority

- (a) The Secretariat tabled a paper for the official delegation of authority to enable the Secretariat to conduct business more efficiently. The Board approved the proposal subject to the unlimited financial authority being revised to up to CHF50’000 with two signatures.
- (b) Secretariat was asked to verify that Mamadou Ndiaye is no longer a bank signatory with UBS.

Friday 16 November 2007

12. Report by the Executive Director

- (a) The report (Annex 1) was accepted with comments saved for the discussion on the work plan.
- (b) Concerns were expressed by some Board members about the difficulties that decentralised members anticipated in making progress on certification. The Board agreed that certification of recognisable autonomous business units within the federated structures of the largest agencies should be facilitated by the Secretariat. The main requirement is that the body applying for certification must meet the HAP qualifying norms, and in particular being both in possession and control of its own Humanitarian Accountability Framework.
- (c) The Board agreed that further discussion should of certification options and approaches should be discussed in a workshop, perhaps to be held within the next General Assembly.

13. Secretariat Work plan and Budget

- (a) The Board agreed that the present formula for the membership fee calculation is unsatisfactory and should be changed. The Board asked Andreas, Antonio and Nick to meet on 30 November to discuss and agree on a model which takes into account both smaller and larger members' concerns, and then consult with member agencies.
- (b) In regard to the 2008-2009 workplan the Board noted:
 - i. the need for more business case research and case studies showing good practice: the Secretariat agreed in principle but reminded the Board that experience had demonstrated that HAP itself was not well equipped to support research, and that the Secretariat now favoured a strategy that would promote of a HAP research agenda with institutions with more credibility and more research capacity.
 - ii. the need to identify solutions to enable partial, selective or progressive certification processes adapted to decentralised members; the Secretariat expressed the view that considerable progress was already being achieved in this regard and that it remained open to new suggestions.
 - iii. the need to improve communications about certification options;
 - iv. the importance of addressing sexual exploitation and abuse through the BSO project;
 - v. concern about the impact that the departure of the Membership Services Coordinator may have upon the workplan;
 - vi. the importance of including a discussion on the relationship between the quality and accountability initiatives in the agenda for the next board meeting;
 - vii. that a stakeholder analysis conducted by an impartial researcher could help prepare for the discussion;
- (c) The Board approved the 2007-2008 budget and work plan.

14. Dates of next meetings:

6th GA 23-24 April 2008

13th Board 25 April 2008

14th Board 2-3 October 2008

The Board agreed to reserve dates.

Jemilah Mahmood noted that she might arrive on the 24th April due to a prior appointment

The meeting was adjourned at 13:07

Minutes approved by:

Chair

Signature:

Date:

Vice-Chair

Signature:

Date:

Treasurer

Signature:

Date: