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Board Meeting - Istanbul, Turkey - Thursday, 2 May 2019

Attendees

Board

Alan Detheridge (Treasurer) (AD)
Ali Idrissa (AI)
Carlo Merla (Chair) (CM)
Susan Hazledine (SH)

Secretariat

Elisa Peter, Executive Director (EP)
Caroline Macleod, Director of Finance and Operations (CJM) (via videoconference)
Stephanie Rochford, Director of Member Engagement (SR)
Catherine Turner, incoming Director of Advocacy and Learning (CT)

Invitees

Philippa Forsyth, HR consultant (PF)

Apologies

Julie McCarthy (JM)

ACTIONS

Action	By Who	When
Complete board book	CJM	Next board meeting
Provide complete summary of Global Assembly costs	CJM	End 2019
Update whistleblowing policy	CJM	Next board meeting
Advertise call for board members	CJM	End May

DECISIONS

- Approval of the revised 2019 budget.

Introduction

CM opened the meeting at 09:15, welcomed people to the meeting and presented the agenda which was adopted. No conflicts of interest were declared.

Review and Adoption of the minutes from the December meeting



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The board reviewed the actions from the last meeting, noting that outstanding actions are not a priority but should be completed when possible.

Report back from the Global Council meeting

In the absence of the GC/Board liaison, SR provided a short summary of key points from the GC meeting, including the provisional decision of the GC to elect Athayde Motta to the role of GC/Board liaison. The board encouraged the Secretariat to continue efforts to support and foster team-work among the Global Council, including through convening (remotely and in person).

Report from the sub-committee on finance and fundraising

It was noted that the finance subcommittee had not taken place. CJM presented a revised budget. AD proposed that the budget be approved, seconded by CM. The budget was approved. CJM presented an income and expenditure report for the first quarter of 2019. The board proposed that the budget be prepared with quarterly projections, in order to support clarity of reporting in quarterly accounts. CJM presented a list of costs incurred by PWYP for the Global Assembly. The board noted the importance of having a good indication of costs for the Global Assembly that were not borne directly by the PWYP Secretariat, in order to support planning and fundraising for the next event. CJM to prepare this information by the end of the year.

Whistleblowing policy

The board agreed that a statement on anonymity be included in this policy. SH to provide wording for that section.

Charity Governance Code and data protection update

CJM presented an update on progress against the Governance Plan agreed at the last board meeting (December 2018). Much of the work is ongoing and a further update will be presented at the last board meeting of the year. The Secretariat is sourcing support for implementation of data protection policies and ensuring PWYP has IT systems that are fit for purpose.

Risk register

CJM presented an update of risks recorded in the risk register. Three adjustments were agreed to record a reduced likelihood of risks relating to communication between PWYP's governance bodies and with national coalitions; adverse publicity for PWYP; and overreliance on a small number of donors. It was noted that continued attention is still required to ensure that these risks are managed on an ongoing basis.

EU registration

CJM presented an update on plans to register a PWYP entity in the EU, in order to mitigate risks related to Brexit (access to EU funding sources and decision makers). It was noted that Belgium is a strategic location in which to register and would be manageable from an operational perspective (for example language capacity in the PWYP Secretariat). The board discussed this option, including associated issues relating to employment law. The board agreed to take forward the registration of an entity in Belgium.

Update on fundraising



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EP presented an update on PWYP's plans to review and reinforce its capacity to fundraise effectively, including the initial findings of a fundraising consultant recruited to support this effort. The board discussed what resourcing (both financial and human) is required to achieve the Vision 2025 strategy. **The board emphasised the importance of ensuring that all staff at the PWYP Secretariat are demonstrably adding value to the work of PWYP, and to consider how to leverage growth of PWYP to sustain the growth and effectiveness of national coalitions.**

Board composition and outreach

The current board outreach focuses on skills related to advocacy and strategic communications, which were identified as a gap in 2018. Other skills prioritised by the board for incoming board member outreach include governance and human rights. The board will discuss how to appoint new board members, either via a nominations committee or via an interview process.

HR review

PF presented the proposed methodology for the review of the Secretariat structure, which was previously reviewed and set up to support the implementation of the previous strategy.

An executive session was held at which notes were not taken.

The meeting closed at XXXX.