

Governing Board Meeting Minutes 24-26 February 2017

Present: Daniel, Luis, David, Einav, Margje, Anne-Caroline, Gustavo, Calixto, Vinh, Gaby, Denise and, at times, Bebbe, Rupert, Richard and Nadia

Minutes: Denise

Observing: Lisa

24 February 2017

Daniel made some opening remarks and welcomed everyone to the meeting. He especially welcomed new members of staff - International Risk Manager, Richard Wade. He also welcomed new Executive Assistant Lisa Pettica, who will be taking over the minuting of our meetings later this year and was 'shadowing' Denise for this meeting.

Minutes of the last meeting - Daniel

Decision: we approved the minutes

Agenda - Daniel

Decision: We reviewed the proposed agenda and agreed some small changes.

Strategic Plan Annual Review

Objective 6 - Fundraising and Alumni Association – Daniel and Denise

Daniel and Denise outlined the progress of the funding strategy. The external fundraising consultant for the Americas has made a very positive start and we are seeing early results. Chapters that are receiving direct support from the consultant have given very positive feedback. This initiative will be rolled out to the Asia-Pacific and EMEA regions.

We looked at the draft governing documents for the new international alumni association, to review the proposed relationship between the new association and CISV International. CISV International will appoint two directors ex-officio for every three 'independent' directors of the alumni association. Daniel and Denise explained that they need to recruit the first three independent directors very quickly, as this is a requirement for filing for incorporation the United States.

Decision: Subject to a small change we requested in the governing documents, we approved the draft governing documents for the new alumni association. We also gave permission for Daniel and Denise to recruit the first independent directors.

2016 Year-end Financials - Calixto

We were joined by Dave Schofield, Fiscal Officer.

Dave talked us through the year-end financial results, which show us with a very healthy surplus. Dave and Calixto noted that the Harris legacy contributed significantly to the surplus.

Gaby took us through the area accounts and noted reasons for under and over-spends, including some efficiency savings and approved but unbudgeted investment in the alumni association.

As planned, we are allocating £60,000 from the surplus toward the 2018 Global Conference.

We discussed some concerns around bad debt and the way we are trying to support debtor associations through the Chapter Development Regional Coordinators and the agreement of payment plans. We acknowledged that very often financial issues arising in a National/Promotional Association (NA/PA) are a symptom of structural problems.

We discussed the notion of 'Life Membership', which is no longer promoted as a way of supporting and staying in touch with CISV International.

Decision: We appreciate the support of those who have become Life Members of CISV International and will continue to send them annual information. We agreed that going forward 'Life Membership' should be removed as an option from our fee structure. We believe that the original intention behind 'life membership' will be met in the future by the new alumni association.

Investment of Surplus Funds - Calixto

This matter had been brought to Board by the Resources and Infrastructure Committee, which is currently developing a draft Investment Policy. We were joined by Jeffrey Ball, fund manager from investment management company Brewin Dolphin. In line with our desire to invest our surplus funds in the most effective way, on behalf of the Committee. Gaby and Dave looked into and recommended an investment management company. Their recommendation, following due diligence, is Brewin Dolphin, a large and well-known company with strong ties to the charity sector in the UK. The Committee supported this recommendation; this was our opportunity to hear from Jeffrey about the company and their approach and ask questions. Calixto advised that the Investment Policy (currently under development), will be brought to the Board for approval as it should be in place before we invest funds. We thanked Jeffrey and he left the meeting.

Action: We will make a decision on Brewin Dolphin at a later date, once we have finalised the Investment Policy.

Budgeting

We considered whether we should set a deadline for the notification of annual fees and the setting of the annual budget. In line with the guidance in Info File C-09 Financial Routines, we have sought

to have budgets finalized by September/October in an effort to let NAs know about fees. This has not always been possible, but it is a practice we wish to reinforce.

Decision: We will clarify our existing guidance (Financial Routines) for setting the budget to include a deadline of 1 November when it is reviewed this year.

Action: We will plan a discussion on budget-setting.

Dave left the meeting.

Strategic Plan Annual Review

Objective7 - Chapter Development – Gustavo and Nadia

Gustavo and Nadia explained that there have been many changes in the Chapter Development area, with many new committee members and regional coordinators. These changes have been very positive. Assessments of all NAs and PAs have been carried out in two regions; these assessments have given the committee some real direction for their work. They acknowledged the huge efforts of the Chapter Development Regional Coordinators.

Gustavo brought forward the recommendation from the committee and regional coordinators that we close CISV Kenya, as they believe that there are no prospects for CISV in Kenya at this time. Much effort was made to reach out to CISV Kenya and at this stage the regional coordinators were unable to re-establish communications.

Gustavo also explained the work being done on the assessment of support needed by struggling Chapters and how this support might be best delivered. The need for support for stronger NAs that have struggling Chapters was identified in this discussion. Nadia highlighted the importance of this foundation work and that the next focus will be on training and support for Promoters.

Decision: With great sadness, we approved the closure of CISV Kenya and we will place Kenya in Category G (former CISV associations).

Obstacles to reaching our objectives – workshop

We took part in a short workshop run by Nadia, Rupert and Bebbe on identifying and overcoming obstacles to the way we work and try to reach our objectives.

Living our values – workshop

We took part in a short workshop run by Denise on our values. She confirmed that a survey last year to our NAs and Chapters had given a clear affirmation and understanding of our five values. We now need to think as an organization how our values help guide the way we work, behave toward each other and make decisions.

Nadia left the meeting.

25 February 2017

Strategic Plan Annual Review

Objectives 1 and 2 – Educational Programmes – David and Bebbe

Bebbe advised that we were largely on target with the Global Programme Hosting Plan in 2016, which was a very high participation year. This has been helped by the Chapter Development Regional Coordinators, who have been very effective at making sure cancelled programmes are replaced.

David and Bebbe outlined the work done over the past year, including considering the educational benefits of our programmes and reviewing the programme training curricula. The Educational Programmes Committee led the process, but included the Training and Quality Assurance and Chapter Development Committees.

Bebbe explained that the work undertaken so far has been to provide a baseline for a more thorough review of our programmes against our mission and vision in the coming year.

David asked us for our direction for the next phase of the review and our expectations on the level to which we want this review to be done and the potential outcomes.

Decision: We were clear that for Objective 1, we wish a thorough, properly-resourced, review and expect clear and far-reaching recommendations relating to our international programmes. Work under Objective 2 being done on local and national educational activities will complement this. We acknowledge that we will need to prioritise to ensure that we are able to resource this review.

Strategic Plan Annual Review

Objective 8 - International Location Study - Daniel

We agreed that the International Office Location study item should be marked as complete. We will be looking at some of the recommendations from the report that were not related to the location.

Decision: We agreed that the enquiry into the location of the International Office is closed.

Strategic Plan Annual Review

Objective 9 - Training and Quality Assurance (TQA) – Einav, Rupert and Richard

Einav and Rupert outlined the progress of the committee over the past year in their contribution to a number of strategic objectives, including developing training materials packages and the recertification process for risk managers and Train The Trainers (TTT) trainers. They identified some areas of concern, where work is not on track, and where this might affect the strategic plan. This led us into a discussion on our working practices and how we might improve them.

Rupert advised on the progress of the development of a Leadership Evaluation Tool, which as currently scoped is a large and complex project. We were agreed that the evaluation of our leaders is critical and must happen to some degree.

We discussed the planned evaluation of the structure of CISV International and how that might be approached.

Einav outlined how the R-07 Behaviour Policy has been further slightly amended to include clarifications in line with feedback we received from risk managers and programme staff throughout the 2016 programme season. We requested another slight clarification. Richard outlined the work that has been done to develop answers to Frequently Asked Questions, which will be shared on the website. This was a limited review of the policy designed to address specific questions; a full review will take place in line with our 3-year policy review cycle. We noted that we have now developed a draft policy on how to develop policies, which details the consulting processes any new or revised policy and its associated procedures must go through.

Decision: We agreed that the Leadership Evaluation Tool as currently scoped should be removed from the current strategic plan. We asked the TQA Committee to propose alternative method/s of leader evaluation for us to consider at our September in-person meeting.

Decision: We agreed that the scoping of the method to evaluate of the international structure would be better led by the Governance Team than the TQA Committee. The Governance Team will scope out the review process in order that it can be incorporated into the next strategic plan.

Decision: We approved the slightly amended R-07 Behaviour Policy.

Governance Team

Margie introduced the policy review schedule and invited questions.

Decision: We approved the policy review schedule.

Action: Over the year, we will work with the relevant committees to ensure that the reviews are conducted in line with the schedule.

Role of the Board and workload – Daniel

Daniel initiated a short discussion on our shared and individual accountability as Trustees and the demands made upon us in terms of time and workload. Daniel asked us to keep this in mind as we reviewed the strategic plan as a whole the next day.

Global Conference 2018 – Anne-Caroline

Anne-Caroline gave a short update on the progress of the Global Conference Working Group. The group have asked the Board's approval to continue negotiations with identified potential key note speaker.

We discussed the progress of the 2018 Global Conference and the added difficulties and delay that we note we're experiencing as a result of the event not being hosted by an NA. We moved on to discuss the 2021 Global Conference, which we agreed needs to be considered as soon as possible.

Decision: We gave our approval for the group to continue their negotiations.

Decision: Daniel will give additional support to the Global Conference Working Group and the Conference and Events Committee.

Conference and Events Committee – Daniel and Anne-Caroline

Daniel explained that we have some proposed options for how we might structure the work of this committee, as it has become apparent that there are issues and there is a need for clarity on where they should focus their work. Gaby outlined the options for going forward and the members of the committee (Cynthia Canas, Machteld van Hoek and Lynn Faris) joined us on a call to raise their concerns and give their opinions on the options.

Decision: We agreed that the Committee would now have two specific responsibilities – delivery of the Global Conference and policy, strategy and oversight regarding Regional Training Forums. We agreed to offer the committee more support to focus and deliver its work and help it to create clearer links with the Board, Senior Management Team and the Conference and Events Regional Coordinators ,

Rupert and Richard left the meeting.

26 February 2017

Strategic Plan Annual Review

We reviewed the strategic plan, taking into account our available resources and time, to determine where we felt we should be prioritising our efforts.

Decision: We agreed that our first priority is the comprehensive review of educational programmes.

Action: Further consideration will now go into seeing how this will affect other areas of planned work, so we can amend the strategic plan accordingly.

Policy recommendation from Educational Programmes Committee- Bebbe

Bebbe outlined a policy recommendation from the committee that the Educational Programmes Regional Delivery Teams, consulting with relevant parties, should act as arbitrators on behalf of CISV International to deal with rule violations that could affect the admission of a delegation/participant to a programme. The committee will provide guidance. Hosting NAs should not be making this difficult decision themselves. This led to a discussion on our rule violation reporting and sanction procedures (which are under review) and why sanctions are currently not being applied.

Decision: We approved the recommendation. The Governance Team are also asked to coordinate their review of the sanctions procedure with the TQA Committee review of the Behaviour Policy. We noted a need to review our policies to include all gender identities.

Discrimination Policy

The Board reviewed the challenge of assigning programme invitations in situations where the national law of one country forbids interaction with another country.

The Board reaffirmed its desire to support everyone's participation. It authorised significant International Office staff intervention in the invitation process, including extraordinary measures such as reassignment to another programme or adding an extra delegation or participant.

If, however, despite these efforts, the extremely rare situation arises where there are no other options, CISV International *may not deny an invitation based solely on nationality*. We recognise that in upholding the principle and offering an invitation to one NA, this could mean that another NA has to cancel participation. CISV International will waive participation/cancellation fees if such a situation arises.

Bebbe left the meeting.

Strategic Plan Annual Review

Objective 11 - Junior Branch Review – David and Denise

David and Denise took us through the amendments to their proposal made by the review team in response to our direction and feedback.

Decision: We approved the amended proposal for the review of the Junior Branch. The proposal will go from the Board to Members and the National Junior Representatives (NJR) for discussion, feedback and voting on in principle. The NJRs will vote first and then the Members.

Harris Fund Proposal - Luis

Luis presented his proposed concept, which he first outlined to us in September 2016, for the use of some of the Harris legacy. This would take the form of an interest free short-term loan scheme to incentivize programme hosting. Work is still needed to refine the model and how it can be offered together with chapter development support. Luis asked for our approval for the general direction of his proposal and to permit him to further develop the model, in partnership with the Chapter Development Committee and the Resources and Infrastructure Committee.

Decision: We approved further development of the model and thanked Luis for his hard work.

Vinh left the meeting and gave his proxy to Einav.

Evaluation - Luis

Luis took us through the results of the group evaluation (of meetings and performance) process undertaken by the Board and Committees in 2016 and what they mean for us going forward. Luis circulated some questions on the evaluation process and how we might improve it and what we will do with the information.

Action: We will give Luis feedback by May 2017.

Strategic Plan Annual Review

Objective 4 - Brand Guidelines review – Daniel and Denise

Daniel advised that we had all had the opportunity to review to the proposed changes to the Brand Guidelines, which included some made in response to feedback from the Board.

Decision: we agreed that the proposals for change to the Brand Guidelines can go as a motion to the Members.

Preparation for the Regional Meetings

Daniel led a discussion on what we need to prepare for the Regional Meetings, including motions and presentations.

Action: Daniel, Gaby and Denise to coordinate on this. A call will be organized for those attending Regional Meetings to go through the materials

Discussion items - Gustavo

We discussed Gustavo's proposal that we should focus our current programme development efforts on growing Village and Step Up. This would not preclude the review of our other educational programmes.

Decision: As the promotion of Village and Step Up is already included in our current strategic plan, we did not believe that this needed further re-stating.

We discussed Gustavo's proposal to remove general 'common' training from each training curriculum and rather deliver this training separately.

Decision: As this is a matter for the TQA Committee, we asked Einav to take this to them for consideration at the next review of the training curricula.

Daniel ended the meeting and thanked everyone.

Date of our next meeting: 22 April 2017, 3 - 5 pm UK time