

Date	27 April 2023 16-20.00	Place	Solidarity Room, Fælledvej 12, 2200 Cph N
	Draft Board Meeting Minutes		
Present	<p>From the Board: Haifaa Awad (Chairwoman), Dines Justesen (Vice-chairman), Erik Vithner, Birgitte Paludan, Andrea Holst-Mjööbäck, Andreas Dybkjær-Andersson, Sofie Lippert & Emilie Esmann (Sofie as observer and for handing over SFUs Board seat to Emilie), Mette Roerup, Steen Folke, Clark Mills Pratt (supp. - online), Lea Simonsen</p> <p>From the Secretariat: Tim Whyte (Secretary General) Kamilla Lindgren (Leadership & Governance Coordinator - note taker) Anne Bech Lunde (Director of Administration & Finance) Britt Helene Andersen (Head of Finance) – item 3 Cecilia Højström (Head of People & Development (HR)) – item 4 Anders Dahlbeck (Global Climate Finance Policy Advisor, Team KNOW – and Lead on Shifting Climate Finance Signature Project) – item 5</p> <p>From Parliamentary Audit: Nina Raaschou, Per Krogager Andersen og Anders Hamming (during PA item 6)</p> <p>Others: David Olafsson & Jette Kjær Bach - KPMG</p>		
Apologies	Stine Krøijer, Sine Jensen		
Notes	Meeting was conducted in Danish, but minutes are in English.		

Board Meeting – Draft Agenda April 27 th 2023 16.00-20.00 Fælledvej 12, 2200 – Solidarity Room 21					Meeting chair: Haifaa Awad
Agenda	Subject	Status	Appendix	Minutes	Responsible for content on item:
	Welcome and approval of the agenda	Decision	01	Dines & Haifaa welcomed everyone. The Board approved the agenda and timetable for the meeting.	Haifaa Awad
	Approval of minutes and matters arising	Information & decision	02	The Board approved minutes from the Board meeting 23 rd February 2023, and Birgitte shared an evaluation of the Aarhus volunteers’ and Council members’ experience with (online) participation in the last Board meeting: the volunteers were happy to participate, felt welcome and included, and asked when they can do it again. The only criticism was that it was a very long meeting with few breaks. The Chairwoman thanked Birgitte for facilitating the volunteers’ participation.	Dines Justesen, Birgitte Paludan
	Approval of Annual Accounts 2022	Approval	03a 03b	The auditors, Anne, and Britt from the Secretariat presented the Annual accounts for 2022, which the Board approved. <ul style="list-style-type: none"> ○ Annual Accounts 2022 (by Anne/Britt) – see appendix. Result for 2022 = ~2,9 mio. ○ Notes by FRAC – Dines Justesen) ○ Audit Report (Revisionsprotokollat) (by the Auditors) – see the appendix. Britt presented the accounts. <ul style="list-style-type: none"> ○ Per request, Anne explained that TCDC originally budgeted with a 2022 with Corona, but Corona ended, and TCDC then got good activity and new well organized finance employee. The auditor added that they get reporting from TCDC and that there is independent financial reporting for the SPA. As Chair for FRAC, Dines updated from FRACs discussions: <ul style="list-style-type: none"> ○ FRAC saw accounts, but the auditor’s notes were not ready ○ High praise from FRAC to the secretariat ○ Slight changes compared to what was agreed, but only with good reasoning. ○ The most important thing is that the financial systems and accounts have been cleaned up so well – it provides a good basis for the future. The auditor presented their Auditor’s report: <ul style="list-style-type: none"> ○ No critical comments 	Anne Bech Lunde, Britt Helene Andersen, Auditors

				<ul style="list-style-type: none"> ○ Always awareness re. the risk of fraud but the auditor has not encountered anything at all. <p>The Chairwoman thanked for the excellent results and even more so for the fact that it is so solidly based.</p>	
	Staff Status	Information	04	<p>Prior to the meeting the board had received Staff Status 2022 in new format. Dines introduced on behalf of FRAC. After that, Cecilia Højstrøm presented the Staff Status.</p> <ul style="list-style-type: none"> ○ New format – accessible, transparent, and understandable ○ Cecilia focused on diversity and turnover in her presentation. <p>Afterwards, the Board discussed the material.</p> <ul style="list-style-type: none"> ○ There were questions regarding who is included in the data (answer: all staff paid by AADK). ○ Also, re. AADK’s objectives re. diversity: Cecilia responded that we need to be representative for the society we are a part of. ○ One noted the distinction between two genders only: not very 2023. ○ One pointed out that it would be interesting to include all staff at the premises in the diversity data incl. outsourced work and internships etc. ○ To avoid turnover, we have focused on promotions internally – and focused on employee development. 	Cecilia Højstrøm, Head of People & Development (HR)
	Strategic Discussion: Shifting Climate Finance Signature Project	Discussion	05	<p>Anders Dahlbeck, Programme Manager for the Global Programme on Climate Justice in the international cluster and the lead on the Climate Finance Signature Project, facilitated this agenda item.</p> <p>In MS’s 2023-2027 Strategy, one of the three overarching goals was ‘Climate justice – to stop investment in fossil fuels and move billions to a just transition on the front lines of the climate crisis,’ and climate finance was a key area in both MS’s national and international climate work. In the national cluster, climate finance was central to both policy and research and to campaigning and was one of the main issues that we communicate with our activists and broader supporter base on. In the international cluster, climate finance was a key part of our programming work in all SPA countries and also had a global programme dedicated to policy and advocacy work on climate justice, focusing on climate finance. Both the national and international work also contribute to the wider work of the ActionAid federation on climate finance, including the global campaign which was launched in the coming months.</p> <p>This session gave background to the work we do in Denmark and with our partners in the global South on climate finance and will explain what the objectives of the Signature Project on climate finance are and how we work to meet those objectives. Prior to the meeting the Board had received the terms of reference for the Signature Project. A key aspect of the Signature Project was for</p>	Anders Dahlbeck (Global Climate Finance Policy Advisor, Team KNOW – and Lead on Shifting Climate Finance Signature Project)

				<p>climate finance issues to be better understood, owned, and anchored across the organisation, including staff, supporters, and the Board. The Board was invited to reflect on how we can best work towards climate finance increasingly becoming part of MS’s identity, both to internal and external audiences</p> <p>Anders replied to questions and comments from Board members:</p> <ul style="list-style-type: none"> ○ Re. alternatives: AADK have been looking into projects that are scalable if they get investments. They are micro but we are working with community-led alternatives. The strategy is clear and it’s not focusing on small scale but shifting climate finance. ○ In some cases, loss and damage funds are the answer and in others it is not. ○ We must think about where big investors can invest the money that they don’t put into fossil fuels. <p>Steen Folke commented from his AAI Board member point of view:</p> <ul style="list-style-type: none"> ○ The next COP: ActionAid was one of the important movers on COP27, we can take pride. To make it operative, it will take time and a few more COPs. Recent meeting in the AA program committee showed that AADK’s role could be prominent in the next COP <p>The Chairwoman thanked for the good and impressive work.</p>	
	<p>Dialogue with Parliamentary Audit</p>	<p>Discussion</p>	<p>06</p>	<p>Prior to the meeting, the Board had received Parliamentary Audit's annual report. At the meeting the PA presented the report and the Board was invited to give comments and reflections on the specific focus points in the report. The dialogue was led by Parliamentary Audit.</p> <ul style="list-style-type: none"> ○ The Vice-Chair commented: Thank you for an excellent process and for the great effort and the huge amount of work. In some places we agree on the challenges, but disagree a bit on the solutions. But in general, it is probably about us seeing the challenges and trying out some initiatives. ○ Erik agreed and said it’s good that different parts of the organization can pick from the different ideas. Good with the annual cycle that is coming, where there is coherence between activism and the formal democracy. We must try to find the right path and continue to focus on it. ○ Then there was a discussion regarding whether to mix the formal democracy with activism or not. Most agreed there should be some connection to ensure representation. 	<p>PA – Nina Raaschou, Anders Hamming & Per Krogager Andersen</p>

				<ul style="list-style-type: none"> ○ The Chairwoman commented that it's a good report and a good summary of the loose discussions she's had over the past year. She thought that the organization had been seen in the report and that the challenges are being spelled out. <p>PA commented that the report was made with love that only grew bigger in the process.</p>	
	Evaluation of the Board year	Discussion	Link to survey (07)	<p>Prior to the meeting, the Board had been asked to evaluate the Board year through a survey. At the meeting, the Board was to evaluate the Board year in plenary. The evaluation was led by The Chairwoman.</p> <ul style="list-style-type: none"> ○ Evaluation is to be revisited next year. The system is not working at the moment. Create a new setup in a system other than Analyzer. ○ Volunteers and Council members should be invited more to board meetings ○ Mixing the national and international has been more in focus. Thank you to the Members who have highlighted it and provided focus. It was also a focus for Danida's review, so thank you, and we will continue to focus on that to a greater extent. ○ How can we raise the level of knowledge about ActionAid International? For example, a visit by Arthur Larok was good – and to have an international board member should be in focus in the next board year. ○ Good with employee participation, but let's get up to strategic level. We must assume that everyone has read the appendices beforehand. ○ Cadeau to the Chairwoman for keeping time at meetings. ○ Wish for more breaks in meetings: extension of meetings at the other end is preferable. ○ The Board retreat has a lot of value. One of the members did not attend for the first time this year, and this has meant that she has disconnected in some contexts. Therefore, focus on maintaining it and for everyone to prioritize it. ○ Board retreat was also good for a new member because of the social ○ Do we follow up between board meetings? Can we insert a list of what we agree to follow up on at each meeting, so it's easy to follow up on. ○ Evaluation on the need of the subcommittees. ○ Travel as a board will be rewarding. ○ Thank you for fewer last-minute documents and good minutes. <p>Invitation from the chairwoman to evaluate continuously and "the door is always open".</p>	Haifaa Awad
	AAI/AADK updates	Information & discussion	08a 08b (08c)	<p>Tim presented a couple of interesting stories from ActionAid's work in DK and globally. Afterwards, the Board members had the opportunity to ask clarifying questions and comment.</p>	Tim Whyte

			08d	<p>Appendices as background information on this item:</p> <ul style="list-style-type: none"> ○ ESG report ○ The annual report on the implementation of the strategy 2022 <p>AA headlines by Tim:</p> <ul style="list-style-type: none"> ○ Climate campaign launched internally ○ Oil Fund Report ○ Syria hearing at Christiansborg ○ Kaare Dybvad attended Ramadan dinner for 2 hours with Syrian refugees. ○ Two national conferences on 10th May ○ Danida Review went well. Waiting for the final report. ○ Two grants for green courtyard project ○ Good dialogue with Copenhagen municipality about green summit ○ DEAR application submitted – huge amount of work. The application itself is a nice reflection of our strategy: Focus on bringing young people together across themes in Europe and in Tanzania, etc. Solidarity, GPs, Youth Friendly Hubs, also Policy and focus into ActionAid, building youth capacity for the COPs. MS is the lead org. ○ Conference on social movements in late September: Great interest ○ High praise to The Chairwoman for seeing the capacity in the youth connected to NYP and encouraging them to enter into the Council. ○ Comments: ○ ESG report is great work. It just makes it easier to figure out where and how far we are in the different areas. ○ The language is difficult in the annual report. Who is it that has created the changes? It needs to be written through. Fewer abbreviations. Less focus on the internal. If we have gone from 3000 to 100 volunteers, then they need to be explained. Hard to understand the section on indicators. All the places with tables are hard to understand. ○ Youth for Parliament cannot be used as an example for the third year in a row. ○ Kudos that it is a report and not a "click here for more" document. ○ In reality, this report should be more in line with the areas of the strategy and more introductory. It is too internal, too operational and it may be shorter. ○ It tries to capture too much and does not focus on AADK partners/target groups' own role in the changes. The political orientation should rather be in focus because the Council must have the more general discussions. ○ Tim pointed out that some of the things that are requested are already in the report on the rolling plan. These are two different documents. To sum up, it might be time to rethink these documents and maybe merge them if statues allow. 	
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	Report on the Council Election	Information & discussion	(09)	<p>Prior to the meeting the Board had received draft of 2023 Council Election Report.</p> <p>At the meeting the Board members was invited to ask questions and evaluate the Council election.</p> <p>The chairwoman emphasized that the result obliges. There must be mentorship, inclusive board meetings, and much more:</p> <ul style="list-style-type: none"> ○ The report showed that there is a higher turnout than in many years. ○ The number of candidates is much higher and with more quality in the nominations. ○ The eight volunteers from Aarhus who had lined up and the three young people from NYP have all been elected. ○ There is a lack of background data on the candidates to make meaningful statistics but the impression is that the new council has better representation. 	Dines Justesen
	Approval of agenda and programme for Annual Council Meeting 2023	Approval	10	<p>Prior to the meeting, the Board had received an updated draft program for the Council meeting. At the meeting, the Board was to approve the draft program for the Council meeting.</p> <p>The chairwoman asked the Board members, who were up for election this year, if they had considered re-running at the Board election in June.</p> <p>The Vice-chair explained the draft program for the Council meeting:</p> <ul style="list-style-type: none"> ○ Shake it up a bit, but stick with some themes, but with open space. Link directly to the strategy. ○ ActionDays was on the Council's terms for the volunteers to find it interesting: Division between it but bridges to connect it – activist weekend coming in the autumn. ○ Open space discussions. ○ Intro the day before the Council meeting, so that there is a direct link and you create space to get to know someone. ○ Variety in the program. ○ The role of the secretariat must be clear: they can report on what is already being done so that discussions can be better discussed. But it's hard if they facilitate – it shouldn't be their role. ○ New and experimental format: We know this well in the board. But there must be room to try things out. The board must be ambassadors for it. <p>The Chairwoman thanked Birgitte for her work in the Board and huge engagement in Aarhus hub. Birgitte was stepping down from Council and Board for now.</p>	Haifaa Awad

	Any other business			<ul style="list-style-type: none"> ○ Erik gave an update on the Fronthuset's general assembly. ○ Social Movement Conference: The board was invited to participate. Not sure that everyone can join due to space limitations. TBC ○ One encourages everyone to remember to introduce ourselves by name at all board meetings when external or secretarial staff attend. 	Haifaa Awad
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LIST OF APPENDICES	
01	Agenda
02a	Draft minutes from last Board meeting
02b	MOVE Board meeting pres.
02c	Financial guidelines - Social Movement Support
02d	Project Description MOVE
02e	Presentation anti-disc
03a	Annual (Financial) Report 2022 (Årsrapport)
03b	Audit Report (Revisionsprotokollat)
04	Staff Status
05	ToR Climate Justice Signature Project
06	Parliamentary Audit Report 2022-23 (draft)
07	<i>Results from evaluation of Board year (see link to survey) (forwarded later)</i>
08a	ESG report
08b	The annual report 2022 on the implementation of the strategy
09	<i>Report on Council election 2023 (draft) (forwarded later)</i>
10	Programme outline: Council meeting 2023 (draft)