BIC Europe Board Meeting minutes Weds 20 March 2019

By GoToMeeting

Present:
Board: Pol Vandevoort, Saskia Ozinga (Chair), Kris Genovese, Susanne Breitkopf, Joe Athialy.
Staff: Petra Kjell, Kate Geary, Nezir Sinani, Natalya Gileva

Apologies: Marcus Colchester

Agenda

2:00 - 2:05pm: Opening remarks and agenda agreement (copy of agenda), Saskia
Kris added approval of her as Co-Chair when Marcus steps down
Pol suggested setting a date for next Board meeting

2:05 - 2:20pm: Follow up from last meeting action items (list of action items),
- Update statutes;
- Registering Kris and Pol to KvK;
- Finalise Board matrix;
- Approve new Board members;
- Change budget reporting format for an easier understanding;
- Kris to undertake performance evaluation for Co-Directors;
- Clarify decision-making structure;
- Name change discussion;
- New strategy discussion;

All action points will be covered in the agenda.

Kris circulated the performance evaluations of the Co-Directors to the Board. Kris was happy with the process. Main priorities were re-evaluation of admin burdens, clarity of who does what. Kate said it was very helpful and supportive. Nezir echoed this. Thanks to Kris from staff and Board for doing it.

2:20 - 2:30pm: Decision: Vote on new board member (Joe) to replace Saskia (board skills matrix approval)

Decision: collective decision to appoint Joe as new Board member, to replace Saskia.

Board matrix: Board members proposed amendments

ACTION: add term to the Board matrix; add financial skills (clarify) and add gender balance needed (not just a skill).
Proposed and seconded that Kris will now be the co-Chair until Marcus leaves, as per Marcus’ email.

2:30 - 3:00pm: Decision: New name and re-branding

Nezir outlined key reasons for the proposed name change and the agreement with the Board to go ahead. After initial feedback from the Board, the staff met and came up with three options and straplines, including one preferred option. The names, including template logos, were discussed with all Board members. Agreement from all Board members that the new name can work, but the strapline is important and must include accountability.

Proposal: to approve new name formally
The approval and process for the name change was discussed.

Decision on name: Board approves the new name for BIC Europe.

Decision on re-branding: Board empowers Kate and Nezir to contract re-branding company. When nearly done, Board will provide feedback and creative advice - Board will have advisory role, and only have veto if Board member feels it will backfire badly.

Decision on launch: To hold launch party and Board meeting on week of 11 Sept in Berlin.

3:00 - 3:30pm: Discussion: New org strategy discussion (external and internal strategy, and fundraising strategy)

Discussion on the external part of the new strategy. Smaller comments can be sent directly in writing to Kate and Nezir, Saskia proposed for the discussion to focus on the bigger issues.

Kate introduced the strategy, it was discussed in the May Kosovo retreat and updated in January in the Netherlands. One caveat that the name was not agreed when it was prepared. Both the external and internal strategy will be revisited during re-branding. We will now aim to get the external strategy finalised for the launch in September, the internal bits we can work on separately.

The Board discussed the strategy. Saskia summarised: everyone is happy with the strategy and it captures the right things, but need to think about the language to make sure connotations are what you intend them to be, make objectives more ambitious and outcomes more specific, and include a Theory of Change.

Action: The next version will be shared with the Board in July. Comments on the current draft to be submitted in two weeks.

The Board discussed the internal strategy. This should be aligned with other discussions on the workplan. What is the vision of growth, shouldn’t grow for the sake of it but become more
effective. Need to clarify feasibility of becoming a public campaigning organisation, caution about time constraints. Organisational structure and management needs further clarification, including impact of growth. Expansion of the European network should be focused on the most important countries. Suggestion to split document into two.

**Action: Comments in next two weeks and new version in July. For Kate and Nezir to consider structure.**

Nezir introduced the fundraising strategy document, emphasised that it needs to be considered together with the organisational strategy. On the five-six year plan, it has to be flexible depending on funders.

The Board discussed and asked for the table to be clearer, include a timeline for different funding arrangements, and for the strategy to be linked to the long-term workplan, avoiding to becoming donor driven. Staffing levels need to be streamlined with the risk register.

**Action: Board to send comments in the next two-three weeks, to be resent in September.**

3:30 - 3:35pm: **Decision: Approving updated statutes (statutes)**

Statues were discussed, clarification requested on financial documentation.

**Action: Nezir will clarify with the lawyer if it is required to keep a copy and in that case where.**

**Decision: The Board officially approves the updated statutes.**

3.35 - 3.50: **Discussion: Risk register (risk register)**

Kate introduced the first version of the risk register, to be developed into a more detailed one by September. The Board asked for emerging actors and loss of IFIs funding to be included. Need to ensure there is value added and not just repeating things others do. How to address climate, as a risk or opportunity.

**Action: To discuss in more detail in the next Board meeting**

3:50 - 4:15pm: Discussion: Financial overview and budget update, including review of salaries exchange rates and cost of living (financial statement)

**Financial overview:** Kate has been working with an accountant recommended by Saskia to prepare for the audit. The accounts for 2018 are in very good shape.
Funding for the coming year (2019) is looking secure and staff have held several meetings with promising future funders.

The accountant has recommended setting up a UK bank account – no decision on this yet.

The Board asked for more detailed breakdown for programmatic funding.

**Salary exchange rates:** Both Petra and Kate are paid in sterling to avoid currency fluctuations. The rate of exchange was set, per agreement with the Board, in April 2018, using 90 day average from xe.com 20 April 2018: 0.87998. The **90 day exchange rate** in March 2019 is 0.87742, which does not represent a huge fluctuation, so proposal to not adjust salaries.

**Cost of living:** Salaries are fixed at Amsterdam (Nezir), London (Petra) and Oxford (Kate). These will be re-calculated according to number of cost of livings, based on rent. Some staff own rather than rent, which should be discussed on another occasion. Due to funding constraints salaries will not be increased in line with inflation this year. Kate’s salary will reach the salary scale ceiling this year, which should be discussed in the September Board meeting.

**Action:** Salary ranges to be discussed in the September Board meeting.

4:15 - 4:30pm: AOB, Saskia

Date for the next Board meeting is set for week of 11 September.

Kris thanked Saskia for being an excellent Board member.