

# Recourse Board meeting

9 December 2021

Held virtually on GoTo Meeting

## Participants

### Board

Susanne Breitkopf (Chair)

Theodoros Chronopoulos (Treasurer)

Joe Athialy

Makoma Lekalakala

### Staff

Kate Geary, Co-Director

Nezir Sinani, Co-Director

Sargon Nissan

Fran Witt

Petra Kjell Wright

### Other

Daniel Lakey, Accountant

## Agenda (all times CET):

2:30 - 2:35pm: Welcome by the Chair and Agenda approval (Susanne)

2:35 - 2:45pm: Last Board Meeting action items (Nezir, see attached document no. 1)

2:45 - 3:00pm: 2021 budget review **for discussion** (Daniel, see attached document no. 2)

3:00 - 3:15pm: 2022 budget **for approval** (Theodoros, see attached document no. 3)

3:15 - 3:30pm: Approval/discussion of new policies (Kate)

Risk register **for discussion** (update, see attached document no. 4a)

Safeguarding policy and Complaints process **for approval** (see attached documents no. 4b & 4c)

3:30 - 4:00pm: Year 2021 in review **for discussion** (All staff, see attached document no. 5)

4:00 - 4:15pm: Advisory Committee **for approval and discussion** (Nezir, see attached document no. 6)

4:15 - 4:30pm: Board governance issues (Executive session between Board and Co-Directors) - communication, management of co-directors, etc. (Nezir)

4:30pm: Closing remarks (Susanne)

## MINUTES

Welcome by the Chair and Agenda approval

Due to Susanne being unwell, the Board selected Joe to chair the meeting.

The Board approved the agenda.

### Last Board Meeting action items

Nezir went through the action items from the last Board meeting

ACTION 1: Request to circulate new insurance policy to all board members.

RESULT: New Board and Directors insurance policy circulated to all Board members.

ACTION 2: TC, SB and DL to arrange a meeting on Recourse finances in coming weeks.

RESULT: Meeting held in August between Daniel Lakey, Theodoros Chronopoulos and Susanne Breitkopf to introduce Theodoros to Recourse financial management.

ACTION 3: We will revisit the risk register at next Board meeting - living document.

RESULT: Updated risk register to be discussed later during the Board meeting.

ACTION 4: Board to review Safeguarding Policy and complaints process, comment in next months, and approve at next Board meeting.

RESULT: Safeguarding policy and complaints process were shared with all Board members for feedback. No feedback was received. Management will table the policy and process for approval at today's Board meeting.

ACTION 5: Kate will recirculate the proposal for Dutch Board members to the Board.

RESULT: Two names were shared again with the Board by management to consider for the Dutch board member. Board to update whether further actions were taken later in agenda.

ACTION 6: An Advisory Committee ToR was shared with the Board for their input.

RESULT: ToR was shared with the Board for their input. No further input or edits were provided. Management will discuss the way forward with the Board during today's meeting.

ACTION 7: Kate to circulate Co-Directors mediation second phase proposal; Board to approve.

RESULT: Proposal shared with the Board and Co-Directors underwent the second phase of mediation. Co-Directors to provide update to Board.

### 2021 budget review for discussion

Daniel Lakey joined the meeting and outlined spending in 2021.

Daniel referred to the total expenditure in the financial report. The pandemic has impacted on this. We still expect to have a balanced budget at the year end with no risks of any significance.

The team should be thanked for, as always, really proactively managing at the grant level and the overall corporate level.

### 2022 budget for approval

Daniel reported that for 2022 there is likely to be a small amount of tolerance in the assumptions that we have made already on the closing balances.

Theodoros thanked Daniel for the presentation and support for these months, as well as Kate and Nezir for their excellent stewarding.

Theodoros put the budget forward for approval.

Joe thanked Daniel and Theodoros and congratulated Recourse.

**DECISION: The Board approved the 2022 budget**

Daniel left the meeting.

Approval/discussion of new policies

*Risk register for discussion (update, see attached document no. 4a)*

Kate explained that only changes to last version will be discussed. The risk register is not a fixed document, it gets updated every Board meeting to stay on top of threats and risks and anticipate them as far as we can.

Covid, economic and climate risks. We have had a lot of personal and professional impacts of Covid on staff. We discuss this in our weekly meetings.

Two additions at the Board's request last time: digital security and legal risk. Add physical risks this time.

**ACTION: Recourse to add physical security risks to partners to the risk register, as a separate category**

*Safeguarding policy and Complaints process for approval (see attached documents no. 4b & 4c)*

Kate clarified that the policy is already approved, the complaints process is up for approval.

Joe asked the Board for approval of the Complaints process – the Board approved.

Kate reminded that the Board safeguarding leads are Susanne and Joe.

**DECISIONS: The Board agreed to review the Safeguarding Policy in a year. The Board approved the Complaints Process.**

**ACTION: Recourse (Kate) to share further information on the safeguarding role to the safeguarding leads**

Year 2021 in review **for discussion**

See separate document, all staff members presented highlights from the year in review to feed into the Annual Review 2021, as well as the range of publications published as Recourse and co-published together with partners.

The Board congratulated staff for achievements this year despite difficulties posed by pandemic.

Advisory Committee **for approval and discussion**

Nezir asked the Board for agreement to move forward to put in place an advisory committee.

Joe suggested that the Board approve the proposal, try to get 10-12 members, and then review.

Joe asked the Board to approve the Advisory Committee ToR.

**DECISION: The Board approved the ToR for the Advisory Committee**

**ACTION: Staff to develop criteria for Committee members, including gender and north/south balance and to share a list of prospective members with the Board.**

Closing remarks

Joe: All the best for the expansion and congratulations that the funders are with you, supporting you and are happy with your work and your impact and the depth.

Petra, Fran and Sargon thanked the Board for their support and left the meeting.

Board governance issues (Executive session between Board and Co-Directors) - communication, management of co-directors, etc.

1. Dutch Board member

Nezir reminded the Board of the Co-Directors' proposal for a Dutch board member. The Board agreed to invite one Dutch-based member to join the Board.

**Action: Kate to send an intro email to candidate informing him of the decision and connect with Susanne to provide an official invitation next week (w/c 13 December).**

2. Managing Co-Directors

Nezir reminded the Board that since Kris' departure, Co-Directors had no assigned Board member to manage them and provide the annual performance evaluation. Requested the Board to assign someone from the Board to provide this oversight and evaluation.

Joe proposed Susanne.

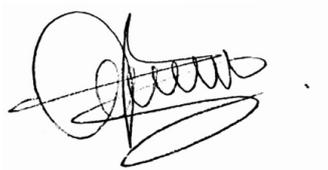
**Decision: Susanne assigned to manage Co-Directors and provide a performance evaluation by the end of January 2022.**

**Action: Kate to provide Susanne with preparatory documents to carry out the evaluation.**

Signed as a true record of this meeting:



Susanne Breitkopf (Chair) Date



Theodoros Chronopoulos (Treasurer) Date