

<b>Date:</b>	<b>6th May, 2015</b>	<b>Place:</b>	<b>MS</b>
<h1>Draft Board Meeting Minutes</h1>			
<b>Present</b>	<p><b>From the Board:</b> Anders Hamming(Chairman of the Finance and Audit Committee)(AH), Andreas Dybkjær-Andersson(ADA) (agenda 05 and 07- 09), Dines Justesen(Vice-Chairman)(DCJ), Ellen Buch-Hansen(EBH),Gunver Bennekou(GB), Helle Munk Ravnborg (Chairwomen)(HMR), Karen Jørgensen(KJ) (agenda 01 – 06), Silas Harrebye (SH)(agenda 01 – 04) and Steen Folke(SF)</p> <p><b>Others:</b> Kirsten Bruun (alternate- institutional member) (agenda 04 – 09),Adriano Campalino (agenda 03), Jens Rudkjær (agenda 04), Peter Z. Skanborg (agenda 04) and Inge Duus Hjortlund(IDH).</p> <p><b>From the Secretariat:</b> Frans Mikael Jansen(FMJ), Kirstend Devantier (KD), Anette Them Serup(ASE) (agenda 04 and 05) and Birgit Møller Jensen(BMJ)</p>		
<b>Absent</b>	David Archer(DA), Nana Gerstrøm Alsted (NGA), Tea Balle Fromholt Hansen(TFH) and Trine Pertou Mach(TPM).		
	Minute –Taker: Birgit Møller Jensen The meeting was conducted in Danish		

Agenda	
<b>01.</b>	<b>Welcome and approval of the agenda</b>
<b>02.</b>	<b>Approval of Minutes and matters arising from the Board Meeting on 15th April, 2015.</b>
<b>03.</b>	<b>Meeting with Adriano Campolina (on Skype) on The establishment of a Temporary Strategic Investment Fund in AAI.</b>
<b>04.</b>	<b>Annual Accounts 2014.</b>
<b>05.</b>	<b>Budget 2015 – 2017 Presentation to the Council.</b>
<b>06.</b>	<b>Ravnsborggade</b>
<b>07.</b>	<b>Staff Policy Report 2014</b>
<b>08.</b>	<b>Report from Parliamentary Audit.</b>
<b>09.</b>	<b>AOB</b>

<b>01.</b>	<b>Welcome and approval of the agenda</b>
	HMR welcomed board members to the meeting. The Board approved the agenda without any amendments.
<b>02.</b>	<b>Approval of Minutes and matters arising from the Board Meeting on 15th April 2015.</b>
	<p><u>Minutes from the board meeting on 15<sup>th</sup> April, 2015</u> The Board adopted the minutes without further comments.</p> <p><u>Matters arising</u> The Board noticed that action has been taken on all matters arising from the minutes.</p> <p><u>Information from the chairmanship</u> The Board noticed that the chairmanship had been busy preparing and approving documents for the coming council meeting.</p>

03.	<p><b>Meeting with Adriano Campolina (on Skype) on The establishment of a Temporary Strategic Investment Fund in AAI.</b></p>
	<p>HMR welcomed Adriano Campolina (AC) to the meeting.</p> <p>Prior to the meeting board members had received a discussion paper on 'Strategic funding at ActionAid from 2015 to 2020 and beyond', which emphasises the challenges AAI is facing about raising sufficient funds to implement the current strategy and in his opening remarks AC elaborated this further. He e.g. stressed that the restructuring of the international secretariat has meant that there are funds available in the current set-up to fund the daily running of the Secretariat, but the Federation will lack funding for strategic investments from 2016 and 2017. He also mentioned that there is a need in the Federation to have a broader participation from more members. The situation today is so that the Federation depends on the funding capacity of few northern members, which is not sustainable. AC finally asked AADK to provide approximately DKK 5.000.000 annually for international policy work in 2016 &amp; 2017.</p> <p>In the following discussions, board members appreciated the need in the Federation to avoid the dependency on few members and to secure funding for strategic investments, like the development of the international policy work e.g. linked to SDG. However, it is important to recognise that support to the international policy work from AADK would take place at the expense of other activities, e.g. the level of funding to programme work in other AA countries.</p> <p>AC appreciated the positions expressed by board members and voiced that he hoped that AADK would be able to support e.g. some of the Federation's policy and campaign work in 2016.</p> <p>HMR thanked AC for his briefing and indicated that AADK might be in a position, where we can support some of the policy and campaign activities in AAI, where the focus should be on the SDG process. This will be part of the Board planning process in the coming months. HMR promised that AADK will present a response to this request not later than October this year.</p>
04.	<p><b>Annual Accounts 2014.</b></p>
	<p>HMR welcomed Jens Rudkjær and Peter Z. Skanborg (auditors) to this agenda point and asked the chairman of the Finance and Audit Committee (AH) to comment on the annual accounts 2014.</p> <p>AH stressed that the surplus on DKK 3.900.000 is based on external factors, like e.g. reimbursement of VAT and other one-time income and not on increased income from the AADK income generating activities.</p> <p>The auditors then went through the financial annual report 2014 and concluded that they have approved the accounts based on the information received from AADK without further comments. They also mentioned that the accounting records presented by the Secretariat has improved and are now fully satisfactory.</p> <p>HMR thanked the auditors for the presentation and she expressed that the Board was very happy to learn that the auditors are now praising the accounting records from the Secretariat.</p> <p>The Secretariat then responded to a number of accounting questions from the Board and finally FMJ presented a status on TCDC. He informed the Board that the Secretariat closely monitors the income and expenses here and TCDC is on track after Q1 and it is expected to have a positive result for 2015. He also briefed the Board on the issue on tax exemption for TCDC. AADK (through the government agreement about TCDC) is legally recognised as an international NGO in Tanzania, but not with respect to the tax authorities. AADK has in collaboration with AA Tanzania decided to postpone this application until next year. TCDC is an AADK property. This has by mistake not been included in our agreement with AA and will be clarified.</p> <p>Board members stressed that their expectations are that the AADK income generating activities from now on live up to the figures in the approved budget, where e.g. TCDC and the global Platforms are expected to generate a surplus to secure a smooth running of the different training institutions and activities.</p> <p>The Board finally approved the annual accounts 2014, which will now be presented</p>

	to the Council for their final approval.
<b>05.</b>	<p><b>Budget 2015 – 2017 Presentation to the Council.</b></p> <p>Board members had prior to the meeting received a draft budget 2015 – 2017, which should be presented to the Council during the council meeting.</p> <p>During the discussion board members expressed the following:</p> <ul style="list-style-type: none"> <li>- The Board has made some budget changes regarding the 2015 budget, which should be reflected in the material to the Council. Compared to the December 2014 version, the revised 2015 budget (May version) will thus include: <ul style="list-style-type: none"> <li>▪ DKK 300.000 to guarantee the continuation of the Right's Based Work in DK in 2015 until we hopefully have other sources of income. This will affect the budget as an increase of salary costs for Training DK.</li> <li>▪ DKK 500.000 in 2015 and DKK 500.000 in 2016 to new windows and/or insulation of the walls in order to reduce our CO<sub>2</sub> emissions. This will affect the budget as an increase of maintenance costs of the building. If it is improving the value of the building, it will however be capitalized and depreciated over the useful life of the improvements.</li> <li>▪ A deficit in 2015 regarding decrease of budgeted income related to Ravensborggade of DKK 1.094.146 due to lack of rent from DIS.</li> </ul> </li> <li>- The presentation to the Council shall follow the same format as last year, where there is a matrix with expenditures linked to the strategic objectives and text explaining deviations.</li> <li>- The presentation shall also include some forward-looking information, which should include possible cuts (and gains) in Danida funding and possibilities to pay more to AAI – where does AADK want to focus and where will we want to scale down in case we have to?</li> </ul> <p>The Secretariat will now finalise the materials to the Council based on the above-mentioned comments from the Board.</p>
<b>06.</b>	<p><b>Ravnsborggade</b></p> <p>The Secretary General asked the Board to authorise the Secretariat to continue the plans to establish a Hostel in the premises in Ravensborggade.</p> <p>The authorisation should be based on the following:</p> <ol style="list-style-type: none"> <li>1. The Secretariat will implement the project following the thoughts and ideas presented and discussed during the board meeting in April, which shall secure coherence and synergy with other AADK activities at the premises.</li> <li>2. The target is that the hostel as a minimum will be financial self-sustaining in a two year period. The Secretariat will regularly assess this prerequisite.</li> <li>3. The income and actual expenses of developing and running the project <b>must at no time</b> build up a deficit, which will affect the equity with more than DKK 1.500.000 (deficit guarantee).</li> <li>4. The Secretariat applies for external funds to improve the physical frame on the 'Global Change Hostel' and to energy secure the building.</li> </ol> <p>The Board will receive a concrete business plan covering 2016 and 2017 together with the budget 2016 and the coming three years' budget.</p> <p>In support of the proposal, the Secretary General provided different alternative calculations on expenses and income based on different occupancy rates.</p> <p>In her opening remarks, HMR stressed that she was pleased with the economic scenarios, which the Secretariat had presented in a very informative way. She mentioned that board members during the last meeting had expressed their enthusiasm about the idea, but were lacking some clarity, which the Secretariat has addressed in the presentation to this meeting. She finally stressed that it is important that AADK stick to price level at the market, so that we do not undercut prices.</p> <p>In the following discussion board members expressed among others:</p> <ul style="list-style-type: none"> <li>- The start-up phase is very important. We have to make sure that everything is working from the launch, because bad publicity on e.g. the social media can ruin the project.</li> <li>- It is important that the professional expertise is available. AADK is today a</li> </ul>

	<p>professional organisation and we shall continue to stick to that. This is at the discretion of the Secretary General to ensure.</p> <ul style="list-style-type: none"> <li>- A more formalised cooperation with other hostels is an investment and may limit our unique branding, but may be necessary during the start-up phase.</li> <li>- The Board supports the investment, because we believe that it may add synergy with other AADK activities and that eventually, it will contribute to generate funds supporting our vision. The money invested is part of the equity and not public funding. It is important that the staffing and the funds available is sufficient to run both a well-functioning hostel and the global platform.</li> <li>- The Board mentioned the issue on tax obligations and the response from the Secretariat was that as long as it is a social economic enterprise, where the surplus is spent on the activities of the association, there would be no tax-obligation.</li> </ul> <p>In her summing up, HMR mentioned that board members have expressed a healthy scepticism but believe in the project, for which reason they authorise the deficit guarantee on DKK 1.500.000 based on the conditions mentioned above, which include presentation of two-year business plan together with the budget 2016 and the budget for the coming three years. She also stressed the importance of not undercutting the prices in the sector and that the target, beyond the immediate establishment phase, is that the hostel will generate a surplus to support AADK activities.</p>
<b>07.</b>	<b>Staff Policy Report 2014</b>
	<p>The Board receives a staff policy report once a year from the Secretariat. The report follows the AAI outline.</p> <p>In his opening remarks FMJ stressed two major points:</p> <ol style="list-style-type: none"> <li>1. The restructuring in the secretariat, introducing new leadership models and delegating more responsibility to the middle managers. This was done in order to create more collaboration between teams, more professional relationships and division of roles among staff, leaner decision-making processes and better leadership support. The aim was also to free more leadership time to strategic leadership (across the organisation) and more need based leadership. The restructuring and the change in organisational culture has been well received by staff, and that it is yielding the desired and assumed results. The secretariat has become stronger and more capable to manage affairs. The leadership and management roles have also been distributed in a way that makes the secretariat more robust and less vulnerable towards changes in the top management/leadership positions.</li> <li>2. Dialogue with middle managers about a restructure of the salary system for the middle manager group and a renegotiation of the system of fixed 5-year contracts (with 3-year extension possibility). Both negotiation processes were successful and ended with signed agreements that all parts are satisfied with - although academic staff would still prefer open-ended contracts.</li> </ol> <p>Board members then posed clarifying questions regarding e.g. sickness absence, which is lower than the average in the public sector, staff management at the Global Platforms and learning and development. KID informed that it has been decided to improve career support and management and efforts are already implemented in the yearly appraisal talks cycle (MUS).</p> <p>HMR finally thanked the Secretariat for the report.</p>
<b>08.</b>	<b>Report from Parliamentary Auditors.</b>
	<p>IDH gave a brief introduction to the report, where she emphasised that the parliamentary auditors found it important to describe, how the Council can use the information given in the report.</p> <p>Again this year board members expressed the usefulness of this report and thanked the parliamentary auditors for their work.</p> <p>The report will now be forwarded to the Council.</p>
<b>09.</b>	<b>AOB</b>
	HMR informed the Board that Steen Folke is considering standing for election as

		ActionAid International General Assembly convener in 2015/16. FMJ informed the Board about how the Secretariat has handled the earthquake in Nepal in relation to the participants from Global Contact in Nepal.
--	--	---

The meeting closed at 19.55
-----------------------------