### Minutes of CDAC Network Board Meeting

**Date:** 27 April 2022  
**Time:** 12.00 – 14.00hrs  
**Place:** Virtual, via Zoom link

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<tr>
<th>Trustees &amp; Observers present</th>
<th>Jonathan Mitchell (Vice Chair, Independent - JM), Jamo Huddle (JH), Richard Lace (RL), Rosie Parkyn (RP), Samia Qumri (SQ), Palwashay Arbab (PA), Laura Collier-Keywood (Treasurer - LCK)</th>
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<tbody>
<tr>
<td>Apologies</td>
<td>Khandokar Hansanul Banna (KHB) Dr Gozibert Kamugisha (GK), Geoff Loane (Chair, GL), Safa Msehli (SM)</td>
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<td>CDAC Secretariat in attendance</td>
<td>In attendance: Marian Casey-Masien, Executive Director – (MCM) Judith Hall, Head of Finance and Administration (JAH)</td>
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<th>Item</th>
<th>Description</th>
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| 1    | **Welcome and introduction (Chair)**  
The Vice Chair, Jon Mitchell, opened the meeting welcoming participants and noting the Board Member and Chair apologies.  

*a) Standing items*  
**Conflicts of Interest:** Trustees were asked if they had any conflicts of interest relevant to the agenda items and none were declared.  
**Safeguarding:** The Board safeguarding focal person, Jamo Huddle, confirmed that no safeguarding issues had arisen in this reporting period.  
**COVID-19:** The Executive Director MCM noted the resumption of face-to-face teams meetings in the UK. The approach to programmes, events and meetings outside the UK would continue be addressed on a country-by-country basis and relevant government COVID-19 requirements. The board agreed that COVID-19 would no longer be a Standing Item after the July meeting.  

*b) Adoption of minutes from the previous meeting*  
The minutes from the 26 January 2022 board meeting were adopted. An update on follow-up actions was presented by MCM with no activities outstanding.  

c) **Renewal of Board Member Terms in Office**  
- A replacement nomination is awaited from OCHA. The board agreed that the deadline for receipt of the nomination would be the 27 July board meeting.  
- The Treasurer, Laura Collier-Keywood, confirmed that she would be stepping down at the 24 October board meeting. The Treasurer Terms of Reference was broadly endorsed with one addition to the core competencies section – preference for knowledge of UK Charity Law regulations - and more details on the time commitment. It was agreed that the process for recruitment would be a hybrid approach with of the ToR shared with the CDAC Membership and Board Networks as well as online recruitment services.  

*d) Risk Register review*  
The Vice-Chair recalled that the Risk Register had been reviewed by the Office Bearers in their 22 March ad hoc meeting. The risks and potential impact were discussed and there was broad
agreement by the Board that finance continues to pose the highest risk with the need for more sustainable and longer-term funding options higher on the Secretariat and Board agendas.

e) Review of Membership Application

A membership application from the International Rescue Committee (IRC) was presented for approval and discussed.

Decision: The IRC application for Full Membership unanimously approved.

Action: The ED to communicate the decision to IRC and extend a welcome on behalf of the board.

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<th>Executive Directors’ (ED) Report and Finance Management Report</th>
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|   | The Vice Chair called for a more in-depth discussion on finance and fundraising and moved this element of the agenda to an earlier slot. MCM presented the ED’s Report noting this was the first report against the new strategic aims. While work under Strategic Aims 1, 2 & 4 was on track, and the Secretariat continues to promote inclusive digital technologies as part of its ongoing work on SA 3, new work under this aim - Democratise Digital and Communication Technology Access - will not be possible until additional capacity and resources are available. On funding, she highlighted in particular:
|   | - ongoing discussions with the UK Disasters Emergencies Committee (DEC) on a possible collaboration around CCEA in the Ukraine response. She confirmed CDAC was coordinating with members on this and on an upcoming CDAC mission;
|   | - fundraising outcomes;
|   | - the proven value of CDAC members contracting the Secretariat to undertake their CCEA capacity bridging training work.
|   | Board members discussed fundraising and pledged their support where possible. When asked by RL about documentation of learning to celebrate the work that was done in the Pacific, MCM confirmed that efforts in May would revolve around capturing lessons learned for sharing via a number of different media to ensure that preliminary results from this innovative-systems change project would be a useful learning tool for future sector-wide CCEA work.
|   | The Head of Finance & Administration, Judith Hall, presented the Q1 Financial Management Report and cash flow forecast. She noted that:
|   | - income from membership fees for 2022 is on track similar to previous years, with one membership fee outstanding from 2021
|   | - the Annual Audit for the Year 2021 was undertaken by Independent Accountants Sayer Vincent in March/April 2022, with a final report available to the board in May 2022.
|   | - no management issues are foreseen.
|   | - for the purposes of ‘Going Concern’ in the 2021 Annual report, she recalled that the forecast should demonstrate that unrestricted reserves meet the policy requirement until June 2023. This could be achieved with a minimum funding pipeline from July 2022 as per the Finance Report presented.
|   | In the discussion that followed, the Board acknowledged the ongoing fundraising efforts and recommended the following:
|   | - the forecast should demonstrate whether or not unrestricted reserves meet the policy requirement until July 2023
|   | - in the forecast, focus on having a clear view of what’s in the pipeline and in particular the reserves situation in relation to the budget expenditure so that the decision can be made on the ‘Going Concern’.
|   | - include, if possible, the burn rate of membership fees as a comparison to the previous year
|   | - have a pre-meeting with the Treasurer to review the pipeline and forecast scenarios
**Board Protocol**

The January board meeting called for greater clarification on independent members positions in the final version of the revised Board Protocol.

MCM confirmed that this had been addressed. The Board agreed the section was clearer and the final version is shared only for information.

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**Strategic Issues**

a) Discussion on CDAC’s interpretation of ‘Intentional Inclusion’ in the context of roll out of the 2022-2027 Strategy

The Vice Chair invited MCM to talk to the ‘Outline of CDAC paper on intentional inclusion’. She noted the new 2022-2027 strategy points to: ‘CDAC’s Unique Position – A Focus on Intentional Inclusion and Accountability’ and that plan is to scope out what ‘Intentional Inclusion’ means for CDAC in the context of the strategy so that the Network can apply some benchmarks on how it works over the next 6-year period.

The board welcomed the initiative and in the discussion that followed, suggested:

- The purpose of the paper should be better articulated; who is the audience; our members perhaps?
- It might benefit from two separate products: one for the Network which also explores what members consider intentional inclusion and one for the sector - a challenge to the sector - both with recommendations.
  
  Great to draw experience from the membership. Is this intentional inclusion new or is it already around? Are we adding value? Do we have our own house in order?
- The product(s) could also include:
  
  o a quick look at CDAC’s own internal ways of working on inclusion
  o what is CDAC’s understanding of who is not being included? Is it universal or context specific? What are our biases around that?
  o a section on governance, government and community members (working with government so that government is more accountable and that community members have more tools to participate)
  o what tools might we develop for specific contexts?
- The graphic is useful. It could however be interpreted as implying a top-down starting point.
  
  It was noted that in some countries the entry point could be in any one of the three circles on Inclusion, Participation and Leadership rather than hierarchical. It needs to be tweeked.

MCM noted that the paper is intended to be sector wide and linked back to CDAC’s four strategic aims. Having a solid CDAC interpretation of what intentional inclusion means will enable the strategy to be implemented more deliberately and reviewed more concretely at the half-way and end point. CDAC can be a leader in the sector on intentional inclusion in the context of CCEA but as yet, does not have clarity on what that means. The intention is that the paper will provide some of that clarity and make recommendations for next steps.

b) Planning for CDAC 2022 Annual Events

MCM presented an outline plan for the CDAC Annual General Assembly which is on the 25 & 26 October and the tentative plan is to hold it in Geneva (venue TBC). It is proposed that the thematic issue cutting across the internal and external events this year would be: Expanding Partnerships for Scaling CCEA Impact. As Members haven’t met in person since 2019, the aim this year is to give members more time to engage with each other and deepen the Secretariats engagement with members. There will be a smaller public component, a solution-oriented event on partnerships that better embed CCEA. It will build on the internal component but involving key strategic partners. The AGA will be planned in collaboration with members and an AGA Steering Committee would be established as per usual practice which includes board representatives.

The Board supported the proposed thematic area of partnership. It was further noted that:

- Partnership solutions linked to Ukraine would be worth reflecting on; are transformative partnership emerging in the sector and how can we consider new types of partnerships more distinctly? A paper on Ukraine could be a useful background paper as part of a focus on local partnership models.
- Racism in the humanitarian section could be useful to explore in the context of partnership and how it feeds into CCEA.
- Three board representatives will join the Steering Committee: Palwashay, Rosie and Richard.

**Actions:**
- A more detailed proposal will be shared with the 27 July Board meeting.
- Convene the first meeting of the AGA Steering Committee

**c) Update on Membership review process**

MCM talked to the revised ToR for the Membership Review process. She noted that due to a number of constraints it would be unlikely the review would be undertaken by Q3. The delay would push back the discussion on a new Membership Structure including the fees schedule for 2023-2027 which was due to be presented at the October AGA.

In the discussion that followed it was noted that an alternative approach might be to expand the 2022 Membership Fee Structure to 2023 to enable a deeper conversation about Membership. A session at the 2022 AGA could be on membership and how they support partnerships to kick off the review discussion. RL noted that we can glean insights from other network research on membership models including for example from Start Network and their Start Evolve documentation.

**Dates for 2022 Meetings**
July 27 Wednesday 12.00 – 14.00hrs
October 24 Monday 12.00 – 14.00hrs
October 25 & 26 Full Day Annual events in person in Geneva

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**Minutes**
Drafted by Judith Hall and Marian Casey-Maslen, CDAC Secretariat

**Signed:**

**Name:**

**Date:**