

Meeting of the Board of Directors of WACC UK
September 24 – 26, 2019 London, United Kingdom

MINUTES

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WACC UK Board Members present:

Embert Charles (President) - EC
 Stephen Brown (Treasurer) - SB
 Mathilde Kpalla (Vice-President) - MK
 David Morales Alba - DM
 Gregg Brekke - GB
 Jim McDonnell – JM
 Vincent Rajkumar (arrived Sept 25) - VR
 Ary Régis - AR
 Alba Sabaté Gauchachs -AS
 Rania Rashad William - RR
 Philip Lee (Director and WACC General Secretary)

Absent with apologies

Sharon Bhagwan-Rolls

Staff:

Philip Lee (Director and WACC General Secretary) - PL
 Sara Speicher (Deputy General Secretary) - SS
 Lorenzo Vargas (Program Manager for Communication for Social Change)
 Joseph Patterson (Financial Controller) - online for Finance Treasurer’s Report
 Sarah Macharia (Program Manager for Gender and Communication) – online for GMMP 2020
 Shari McMaster (Administrative Coordinator)

Tuesday September 24, 2019

The Vice-President, Mathilde Kpalla provided the reflections on the first morning of the meeting. “God has given us one humanity that we are sharing – how are we dealing with this humanity?” WACC, as an organization with principals and values, is an organization that provides hope. There are important decisions to be made at this meeting regarding the future of the organization. These decisions are an important step for a better world. She then offered an opening prayer.

1. Welcome by the President

The President thanked the Vice-President for her reflections. He spoke of the fiduciary responsibilities that each Board member has for the decisions and actions of the organization. Being a Director is a role that must be taken very seriously.

2. Roll Call and Introductions – Document 1

The President invited the Board members and Staff to say a few words of introduction. He then asked the General Secretary to call the roll. The Vice-President, Sharon Bhagwan-Rolls had sent apologies, however she did provide a video introduction. Vincent Rajkumar had sent word that he would join the meeting on the following day as he was experiencing travel difficulties. Quorum was reached.

3. Agenda – Review and Adoption – Document 2

The President invited the Directors to review the Agenda.

It was suggested that the Funding and Strategic Directions portion of the Agenda be discussed after the Finance portion of the Agenda.

Gregg Brekke and Embert Charles volunteered to provide the prayerful reflections on each of Wednesday and Thursday mornings.

Historically the Personnel Committee comprises the President, Treasurer and the Vice-Presidents, but it was proposed that another Director be invited to complete that Committee. Rania Rashad William volunteered to sit on the Committee.

MOTION: It was MOVED (GB) and SECONDED (JM) that the Agenda be adopted as revised. CARRIED.

4. Orientation for Board Members – Document 3

The Deputy General Secretary, Sara Speicher, referred to the Handbook for Directors document and discussed the governance structures of WACC and the role of Directors, which is to supervise the management of the organization.

There are 6 main duties of a Director:

- * Ensure charity carrying out its purposes for the public benefit.
- * Act in charity's best interest.
- * Manage your charity's resources responsibly.
- * Comply with charity's governing documents and law.
- * Ensure your charity is accountable.
- * Act with reasonable care and skill.

WACC presently has 12 directors. These Directors have the ability to appoint two other Directors. An example of an appointment would be someone who may have expertise in law or fundraising. Philip Lee is an ex-officio Director, meaning that he does not have a vote. If the Board creates a committee, the General Secretary or an appointed staff can be on that Committee.

For WACC UK, an Annual General Meeting is no longer a requirement so there does not necessarily need to be a report back to the members. WACC Canada legislation requires that a Meeting of Members is required, but WACC UK is the sole member of WACC Canada.

The Directors of the WACC Canada Board are the WACC UK President and Treasurer, the General Secretary, Glory Dharmaraj and Kristine Greenaway.

Regarding the Regions:

WACC Europe has become an incorporated entity in France, thereby providing the opportunity for European funding. General Secretariat staff liaisons can dedicate up to 10% of their staff time to their Regions.

Conflict of interest:

Directors are not allowed any payment other than reimbursement of legitimate costs. If a Director is involved as a project partner in a WACC sponsored project, it must be declared - i.e. the other Directors must be advised so that they can then decide if there is a conflict of interest in a matter for decision.

It was asked if a Director's organization requested funding from WACC, would that be a conflict of interest? WACC staff would take this into account when reviewing applications, but the overriding concern is for there to be complete transparency.

5. Rules of Procedure – Document 4

The President invited the General Secretary to review the Rules of Procedure document.

The General Secretary gave a brief history of Rules of Procedure. At one point there were 56 Directors in WACC so standardized Rules of Procedure were necessary. Ordinarily, the Rules are only invoked if there is some difficulty within the meeting. The General Secretary indicated that for voting normally a show of hands is acceptable, but if required a paper vote is possible.

MOTION: It was MOVED (AS) and SECONDED (MK) that the Rules of Procedure be adopted. CARRIED.

6. Minutes – Approval of Previous Meetings Minutes – Documents 5 and 6

Minutes of June 12, 2019

MOTION: It was MOVED (Treasurer) and SECONDED (AS) that the Minutes of the June 12, 2019 Board of Directors Meeting be approved. CARRIED.

Minutes of July 25, 2019

MOTION: It was MOVED (GB) and SECONDED (JM) that the Minutes of the July 25, 2019 Board of Directors Meeting be approved. CARRIED.

Since the July 25, 2019 Meeting related to the confirmation of Articles of Amendment of WACC CA, the directors asked for the Minutes to show that there needs to be a ratification by the WACC CA Board of the Articles of Amendment.

7. Approval of WACC Policies

The President invited the General Secretary to review the Policies.

Crisis Management Policy (Document P-1): The General Secretary advised that it was Jim McDonnell who had alerted the Board to the fact that WACC needed this Policy.

JM indicated that the Policy is really a starting point to consider the implications of a crisis, not a plan of action. It was suggested that approval be followed by a plan.

Motion: It was MOVED (MK) and SECONDED (AR) that the Crisis Management Policy be approved and that the General Secretary be given a mandate to devise a plan based on the Policy. CARRIED.

Data Privacy Policy (Document P-2):

The General Secretary and Deputy General Secretary provided background information as to why a Data Privacy Policy is necessary for WACC.

Regulatory governments, funders, etc. are ever more diligent and concerned about privacy matters. WACC has a responsibility to be accountable for why it collects personal information and what it does with it. WACC needs consent to use people's data. It needs to have systems in place relating to data collected from members but also from the website. There is also the question of whether and how information collected by WACC can be shared with the Regions.

Concerns raised by the Directors related to whether consent needed to be provided continually, or just on a one-time basis and what sort of information donors might require about project holders.

Motion: It was MOVED (JM) and SECONDED (AR) that the Data Privacy Policy be approved. CARRIED.

Emergency Leadership Planning (Document P-3):

The General Secretary advised that two years ago it was realized that there was no mechanism in place to cover an unexpected change in leadership. The Board therefore requested that a document be prepared that set out a basic framework related to this matter. This document was prepared and reviewed by the previous Board. Changes were requested and the document presented for approval reflects those changes.

The key element of the plan is the appointment of a Deputy General Secretary. In the past, an acting general secretary was appointed from within staff whenever required. It was decided that an actual DGS be an appointed position in which someone familiar with the organization would be able to step up in an emergency situation and assume the role of General Secretary.

It was noted that Gregg Brekke is willing to assist in creating the appropriate methods by which to document and record WACC actions and activities to cover emergency situations.

Motion: It was MOVED (GB) and SECONDED (AS) that the Emergency Leadership Planning document be approved. CARRIED.

8. President's Address and Reflections

The Vice-President, Mathilde Kpalla acted as Chair while the President provided his reflections.

The President reflected on the initiatives of past Presidents and the WACC focus on issues of faith, gender, climate change and migration, along with WACC's core principals. He also raised the question of "what is the relevance of WACC today" and how can WACC remain relevant going forward with its new strategic plan. He also reinforced the notion of stronger and more independent Regions; Regions that advocate for issues relating specifically to them and pursue connections with intergovernmental bodies and other funding partners.

The President then invited the Directors to reflect on the following questions:

- (a) What are the three main programme needs of your region in the areas of social justice, social communications and cultural development?
- (b) In which three priority programme areas is WACC most relevant in your region – today and in the next five years?
- (c) What are the best strategies for sharing WACC messages and communications rights issues in your region?

The Vice-President thanked the President and invited the Directors to provide comments and observations.

There was agreement that each Region needs to be in touch with major organizations in their own sphere to see how they can form partner relationships, especially with various social movement agencies.

The President suggested that regarding the 17 Sustainable Development Goals, there is a gap that WACC should try to fill – that could be a legacy campaign. WACC needs to take risks in getting involved with social movements right now.

The President requested that the Directors reflect on the questions he has posed and come back to him with their thoughts.

Motion: It was MOVED (SB) and SECONDED (MK) that the President's Report be received. CARRIED.

At this point, the President resumed the Chair.

9. Change in Agenda – Meeting with Friends House Staff

There was a request to vary the Agenda as representatives of Friends House (the Meeting host) wished to introduce themselves to the Meeting.

Motion: It was MOVED (SB) and SECONDED (AS) that the Agenda be amended to meet with the staff of Friends House. CARRIED.

Gretchen Castle, the General Secretary of Friends World Committee for Consultation (the world office for Quakers) and colleagues joined the Meeting to introduce themselves and speak about their work. While a Quaker organization, they are also involved with people of other faiths throughout the world. They promote religious freedom.

The Deputy General Secretary said that there had been discussion in the Meeting as to how to make alliances and to demonstrate values, etc. It was noted that there are similarities in the mission / work of the two organizations - refugees / migration / indigenous rights / climate change.

10. General Secretary's Report

The President invited the General Secretary to give his Report.

The General Secretary gave an overview of current state of the organization. He discussed the various themes to be pursued in the immediate future (2019-20) including the representation of women in the world's news media, application of its media monitoring methodology to migrants, refugees and displaced persons, and reflection on communication rights, duties and responsibilities in a world of digital media.

The report covered the activities of the General Secretariat and touched on various measures for cost saving associated with the Toronto location. He stressed the need for a diligent and ongoing fundraising strategy. Regarding the Strategic Plan 2022-26, the General Secretary indicated that it would need to be in place by the end of 2021 to guide the work of WACC over the following five years.

Finally, the General Secretary posed some questions relating to future challenges:

- * How can communication rights help achieve the sustainable development goals?
- * How can communication rights help advance gender equality?
- * How can communication rights help alleviate the climate crisis?
- * How can digital ethics help create a fairer and more just world?

The President thanked the General Secretary for his Report and invited discussion.

Various comments were made regarding fundraising issue(s). It was asked how to make funders want to "buy" something from WACC. Is WACC taking enough account of what funders require –offering a product. WACC needs to be able to demonstrate its achievements in a measured way.

The issue of the word "Christian" in the name is also problematic for many funders, which sometimes makes getting a foot in the door difficult.

It was suggested that WACC consider the merits of social enterprises as part of its funding strategy. WACC could also charge for its services via online platforms, partnering with various entities already online.

Motion: It was MOVED (SB) and SECONDED (RR) that the President's Report be received. CARRIED.

11. Risk Register – Document 9

The President invited the General Secretary to speak to the matter of the Risk Register.

The General Secretary reviewed the Risk Register document. The Treasurer noted that in the past, the document as presented is reviewed by some of the Directors who return it later in the meeting and present their recommendations. Suggestions as to what should be included in the Risk Register were:

- Insurance – liability for staff / visitors

- Data “breach”
- Another column to be added entitled “reputational risk”

It was decided that Stephen Brown, Jim McDonnell and Rania Rashad William would review the Risk Register and bring it back to the Board later in the Meeting.

12. Treasurer’s Report. Part 1 – Documents TR1, 7, 8, 29

The President invited the Treasurer to present his Report. The meeting was joined online by WACC’s Financial Controller, Joseph Patterson.

The Treasurer provided background to the present status of WACC UK and WACC Canada. Each of WACC UK and WACC Canada have their own Board of Directors, with the Treasurer, the President and the General Secretary sitting on both Boards. While they are two separate entities, as WACC UK is now the sole Member of WACC Canada, WACC UK has oversight of WACC Canada.

The WACC Canada Board needs to ensure conformity with Canadian law. In practice, WACC Canada also makes decisions affecting WACC UK’s actions. For that reason, a Memorandum of Understanding between WACC UK and WACC Canada needs to take into account the legal contexts of both entities.

With regard to WACC Canada, a Canadian Foundation Many Voices One World (MVOW) was set up in 2016. Financial reserves were moved to the Foundation that there are no large reserves in the WACC Canada accounts.

With regard to WACC UK, no similar foundation was established. Consequently, it may appear that there are significant reserves causing donors to question the need for further financial support.

Using the 2019 Global Budget as an example (Document 29) – in order to balance the budget there would need to be a drawdown on Canadian reserves from MVOW as well as from WACC UK surplus funds.

If WACC continues to take money from its reserves, eventually there will be no more money. This is not a new situation that WACC faces, since in fact it has living off its reserves for many years.

The Treasurer noted that in the MVOW at the end of 2018, there were almost Canadian \$3,000,000 from which income will be generated in 2019 at perhaps 3% which equals \$86,000, or 4% equalling \$114,000 or 5% equalling \$143,000.

He also informed Directors that a substantial portion of UK money (GBP) had been invested in Oikocredit, but the rate was too low. The Board will need to consider how best to invest the UK reserves.

At this time the Treasurer made a recommendation that the Board request the Treasurer and the General Secretary, in cooperation with the President, to bring a document for discussion and/or decision to the Officers in November, 2019, taking into account any current or projected MOU between WACC UK and WACC Canada.

The President suggests that the risks should be explored. If for, example, WACC were to lose its funding from BftW, WACC would be down 50% in both core funding and program work. There is a need to be realistic and to take into account different scenarios.

Directors asked if any professional financial advice had been sought. The Financial Controller advised that WACC has met with fund managers and that the MVOW Foundation has performed well – gains of 5.5% to 6.8%. Most funds in Canada performed at between 3% and 4%.

The Financial Controller said that there is an opportunity to invest differently for WACC UK: ideally to seek investment in the UK or Europe, similar to the way WACC has invested in MVOW. Or, putting the money into MVOW but there is then a loss if terms of the currency exchange.

Directors expressed the need for caution and Jim McDonnell put forward a recommendation that a Finance Committee be set up that might also bring in experts.

The Treasurer then reviewed portions of the Financial Statements of WACC UK and WACC Canada.

The President thanked Joseph Patterson for producing the financial documents and for attending the Board Meeting online.

Motion: It was MOVED (JM) and SECONDED (MK) that the Report from the Treasurer be received. CARRIED.

Wednesday September 25, 2019

Gregg Brekke provided the reflections on the second morning of the meetings. He referred to Philippians 4:8. *Finally, brothers, whatever things are true, whatever things are honest, whatever things are just, whatever things are pure, whatever things are lovely, whatever things are of good report; if there be any virtue, and if there be any praise, think on these things.* Those attending the meeting were asked to choose one of the words from the passage and explain why that word was important. Greg closed his reflection with a prayer.

13. Program Report – Document 11

The President asked the General Secretary to present the Program Report.

The General Secretary provided a brief overview of the Program Report and then asked Lorenzo Vargas, Program Manager for Communication for Social Change, to speak to the Program Report. Lorenzo cited highlights from the Report:

- WACC has attracted new donors in the last year
- There has been funding around communication rights / migration
- Programs are the best tool that WACC has to raise visibility for itself.

The DIP – **Development Initiative Program** – which is funded by **Bread for the World (BftW)** provides WACC with a 4 year contract which totalled \$1.1 million over the past four years. Additionally, WACC must raise 25% of that amount. WACC has received co-funding for the DIP from various organizations including Cultural Survival, Council for World Mission, Global Fund for Women. The DIP is currently being evaluated by consultants who meet with some of the organizations receiving funding, Board members and staff.

The DIP has recently been renamed – CAP – Communication for All Program with 5 themes: Gender, Climate, Migration, Indigenous Rights, and Digital Rights. Each of these themes are aligned with the Sustainable Development Goals. WACC has signed a contract for \$1.4 million with BftW for projects in 2020 to 2023.

The Treasurer commented on the strict reporting guidelines that WACC needs to follow to satisfy its obligations to BftW. Audits of each project are required in their respective countries and WACC itself is audited twice yearly. The result is that WACC cannot sponsor as many initiatives as it would like as much staff time is taken up in the administration of the projects.

Waldensian Church (Otto per mille Fund) OPM – The average amount received from OPM is 80,000 Euros per year. Projects are submitted for consideration and it takes approximately one year to find out if approved. Many regional initiatives have benefitted from the OPM.

ELCA (Evangelical Lutheran Church of America) is a new donor. \$84,000 USD has been provided for WACC to run a pilot project to meet the communication and information needs of Venezuelan migrants in Colombia. There is a possibility of further funding in 2020.

The Treasurer suggested that when the next strategic plan is being drawn up, it should take into account the themes that WACC is supporting under the CAP. The General Secretary noted that research is a component of both the DIP/CAP and the OPM programs.

GMMP – Global Media Monitoring Project

The Deputy General Secretary reported on the preparations for GMMP 2020. This is a highly regarded calling card for WACC. The GMMP Global Report is highly visible and used by a multitude of agencies. Page 24 of the Program Report lists various partnerships and fundraising streams. The GMMP will be awarded the Donald H. McGannon Award in Washington (Oct 17). Sarah Macharia will be accepting on behalf of WACC and the GMMP. This award recognizes special contributions in advancing the roles of women and persons of colour in the media.

However, the GMMP, while having good partnerships and notoriety, still requires major funding.

GAMAG – Global Alliance on Media and Gender – WACC is the General Secretariat for GAMAG which provides WACC with an opportunity to reach a wide audience. WACC took on GAMAG on the understanding that GAMAG was externally funded. An issue for WACC is the amount of time spent by Sarah Macharia in this role but it is felt that the value to WACC is important and WACC's outreach is greatly extended by its association with GAMAG. The General Secretary clarified that WACC is able to recoup some 5-10% of grant income designated for GAMAG to cover staff time.

Media Development

The following themes are being taken up by WACC's journal Media Development in 2019.

“Brave new digital world” (1/2019): What are the challenges confronting a society increasingly dependent on digital technologies?

“Wanted: Sustainable Development Goal 18” (2/2019): in search of the missing UN Sustainable Development Goal that underpins all the other SDGs.

“MacBride +40: What next for media democracy?” (3/2019): A review of today’s communications environment in the context of what the MacBride Commission might have commented on if it were sitting today.

“Communication Pirates of the Caribbean” (4/2019): The new empires of digital media: how governments, corporate and private interests are hijacking public communication spaces.

Comments on the Program Report:

The detailed report provides an excellent summary of the good work being done by WACC and is a encouragement for Directors trying to enhance work in their own Regions.

Regarding Media Development - is there a way to monitor the impact of Media Development? Can we consider offering alternative formats and/or print on demand. Can the content be used in a way that gives greater value for effort?

The issue of translation. Unfortunately, WACC can no longer translate on a regular basis into three languages. The Regions should be encouraged to translate materials that they consider appropriate.

It was proposed that a news alert be sent out via email. The General Secretary confirmed that this is on a list of priorities and will happen before the end of October.

The President thanked the WACC team for compiling the extensive program report. He commented on the need for inclusion of members in program delivery and representation. It is important for WACC to consult with the Directors in the Regions for comment and input into the Programs. Directors should also be in contact with and ask questions directly of staff.

Motion: It was MOVED (VR) and SECONDED (AR) that the Program Report be received. CARRIED.

14. GMMP 2020

The Deputy General Secretary introduced the report. The question is “how to support GMMP”, plus provide a space to brainstorm and to look creatively at strengthening the GMMP. The DGS welcomed Sarah Macharia via an online platform to join the meeting at this time.

Sarah Macharia thanked the President for the opportunity to present to the Board. She advised that the budget for the implementation is about 170,000 Euros.

Some funding has been received but Sarah has determined 5 strategies for securing funding. The Directors requested a copy of Sarah’s document.

Sarah was asked what could be done to ensure that there is impact and relevance going forward – how is this demonstrated? Sarah replied that the methodology of the GMMP is being used for different projects – immigration and refugee reporting for example.

How can the results of the GMMP be used as part of WACC’s advocacy work? When the results are published, it is important to coordinate a launch of the Report, to organize events where media representatives are present and invite a public discussion of the results. In the past, the Regions have not been involved to a great degree. However, this is an opportunity to partner with GMMP regional coordinators to become involved. There will be round tables and press briefings. Negotiations are under

way with UNESCO to help with the global launch. There must be a strategy on how WACC is involved in this.

It is important for the Directors to help motivate organizations and members.

Online fundraising has proved more difficult than anticipated, despite wide publicizing that included Associated Church Press and WACC North America Newsletter. It was suggested that in places where crowd funding is difficult, Directors could assist with approaches to different foundations that they can get in touch with they can approach them – every grant helps.

The Treasurer suggested that in order for the Regions / Directors to help with the launch, they need to be given as much notice as possible and should be given direct contact with GMMP coordinators and have materials that are to be publicized, available in advance.

The President thanked Sarah Macharia for her contributions and for joining the meeting.

Motion: It was MOVED (MK) and SECONDED (GB) that the GMMP Report be received. CARRIED.

15. Gender Justice Policy – Document 12

The General Secretary said that WACC has never had a formal Gender Justice Policy, although certain issues had been covered under other policies. It is a requirement that members of the ACT Alliance have a Gender Justice Policy and the Deputy General Secretary would therefore present this new policy for consideration.

The Deputy General Secretary said that in principle the Policy sought gender parity in all its elements.

The Statement of Commitment in terms of the ongoing work of WACC is aimed at gender equality, empowerment of women and girls, and disavowing discrimination on the basis of gender identity or sexual orientation. The framework for the Policy was taken from the Beijing Declaration and Platform for Action (1995), the Commission on the Status of Women (2003) and United Nations Sustainable Development Goal 5: Achieve gender equality and empower all women and girls.

There were no comments or questions.

Motion: It was MOVED (VR) and SECONDED (AR) that the Gender Justice Policy be approved. CARRIED.

Before breaking for lunch, a 4 minute clip of the film Eldorado was shown. The clip had been prepared by the director especially for WACC and in the context of the film receiving the WACC-SIGNIS Human Rights Award 2018.

16. Fundraising Strategies – Document 13 and Fundraising Actions – Document 14

The Deputy General Secretary presented the Fundraising Strategy document. WACC has experienced significant changes in its funding base and financial stability.

What are the challenges? Is WACC visible, recognized with a clear identity? Who is benefitting from the work of WACC? What is the brand identity?

WACC is recognized among traditional groups in Europe. However WACC is less well recognized in newer communities. WACC also has three different identities:

- WACC – ecumenical organizations that will fund WACC
- Global Media Monitoring Project (GMMP)
- Many Voices One Word (MVOW) – donor advised fund held under Aqueduct (secular support)

WACC has worked very hard to identify potential partners and doing funding applications. It looks for organizations that have goals that WACC would be able to assist them in achieving. Many applications have been sent out for projects, without success. Many donors indicate they are looking for “new” and “innovative” thinking. How can WACC pitch that a strong evidence-based history could fit within these parameters? Document 14 contains a list of Fundraising Actions by WACC Staff.

While WACC has long term relationships and partnerships (BftW, OPM), it takes time to cultivate new partners and donors. When core costs are reduced, staff time is also reduced.

Fundraising brainstorming:

- Develop an online education seminar that can be provided by regions?
- Organize a high-end event – bring in high-end speakers – high-end registration fee?
- Work with Regions to bring in more members
- Social enterprise business(es)
- WACC has access to high-level consultants – who could provide services for fee

If talking consultancy, where is our expertise?

- Support and management and empowerment of small grass roots projects
- Media monitoring – moving beyond gender into migration
- Media development / no-nonsense guides (output)
- Advocacy – support community groups
- Training / summer schools

Comments:

- WACC has community radio management expertise;
- Need to find a donor that will believe in the organization and the track record, etc. who will support the “institution”
- Need to be able to answer the question “what can we do” so that it is easy for someone to understand – “we can do *this* in this area” and “we can do *that* in this area”
- What problems can we solve?
- What capacities do we have to actually solve these problems?
- What market are we in? Who are the competitors that we might be in some sort of competition with
- Who are our customers, then who are the fringe customers?
- Then the identity issue – the “Christian” in the name – how does that affect the ability to fundraise?
- Need elevator / escalator pitch

It was agreed that this discussion would be developed and brought back to the Officers for further planning and then back to the Board. Perhaps a template could be put together for what potential partners to approach.

The Treasurer asked for **Document 14** to be recognised as the fundraising efforts of the staff are appreciated. The Board also understands that time goes into the work even if not successful.

Motion: It was MOVED (SB) and SECONDED (GB) that the Fundraising Strategy document and the Fundraising Actions document be received. CARRIED.

17. Memorandum of Understanding (MOU) – Document 15

The Treasurer spoke to this document. He noted that the motions that are set out at the end of the document will not likely be the ones that will be dealt with at this meeting. Others will follow.

As noted previously, now that the governance issues have been tackled, there needs to be an MOU between the two organizations, WACC UK and WACC Canada, with clear understandings that will satisfy the reporting requirements for both WACC UK and WACC Canada. At this point in time, the bulk of the funds are held in WACC Canada. The MOU must be drafted to ensure that funds can go back and forth between the two organizations.

Specifically, the Canada Revenue Agency requires a Canadian entity to exercise control over the funds that it uses. There is also concern that if funds are transferred to WACC Canada, those funds may belong to WACC Canada and would not easily be transferred back to WACC UK.

Therefore, the Treasurer recommend that a revised MOU document go to the Officers for review and if necessary to lawyers for their opinion. The document would then be presented to the Directors for approval at a subsequent meeting.

Motion: It was MOVED (SB) and SECONDED (JM) that the MOU Document be reviewed by the Officers and, if necessary, reviewed by lawyers, at which time it will be brought back to the Board. CARRIED.

18. Finance Committee

The Treasurer made reference to the recommendation that came about as a result of the previous day's discussion of financial matters and tabled the following resolution:

The Board resolves to set up a Finance Committee comprised of the President, Treasurer and two members of the Board with the General Secretary and Financial Controller as staff, and the ability to co-opt up to two further members.

Terms of Reference:

- 1. To assist the Treasurer in the discharge of their duties*
- 2. To offer advice to the Board on the overall financial management and strategy of WACC*

Motion: It was MOVED (EC) and SECONDED (GB) that the Resolution tabled by the Treasurer regarding the new Finance Committee be approved. CARRIED.

The President then asked Jim McDonnell if he would consent to sit on the Committee, to which JM agreed. The President also suggested that Sharon Bhagwan Rolls be asked to sit on the Committee and will invite her to do so.

Sharon Bhagwan Rolls subsequently agreed to sit on the Committee.

Thursday September 26, 2019

Rev Vincent Rajkumar provided the reflections on the final morning of the meetings.

As it was Wear Black on Thursday, the day we show our respect for women who are resilient in the face of injustice and violence, Vincent focussed his reflections on strong women. The first Apostle of Jesus was a woman. Margaret Fell, one of the founders of Friends House was willing to go to prison because of her beliefs. Mary Ward, a 17th century Catholic encouraged the Catholic education of girls and her work carries on today, focussing on trafficked women and girls. Women can transform lives. Vincent then encouraged directors briefly to share stories of women who have made positive changes in the world.

19. Communications Plan – Document 16

The General Secretary presented the Communications Plan document prepared by Marites (Tess) Sison, a Canadian journalist originally from the Philippines who is in charge of WACC's communications outreach. Tess has been working reshaping communication initiatives, focussing on members and partners, gathering news from the Regions and linking world events to the Regions.

WACC's Comment section has been promoted through social media and was notably picked up by rabbl.ca, which has provided a space on its web site on the understanding that WACC's comments will also reflect a Canadian perspective. This move has brought increased attention to WACC.

waccglobal.org is updated 3-4 times per week. The number of Friends are increasing on Facebook. WACC is active on Twitter and Instagram with more and more followers. A redesign of the WACC web site is in progress to update its look, make it clutter-free and easier to navigate.

There have been a stream of stories surrounding the GMMP to build momentum including tying in Beijing 2020 with the GMMP.

Document 16 suggests in Section VI possible things to do to engage people rather than to have them "like" something, including a photo contest around a theme in which members could participate.

Discussion:

It was suggested that it is the "key" message that should drive all of the other decisions surrounding the communication strategy - the question is how to get the "key" message across all the platforms. Perhaps a Policy is required that determines what the "key" message is.

It was suggested that part of the Policy should also concern itself with bad comments or bad publicity against something that is said by WACC. For example, should WACC respond or not respond to bad publicity.

Flags to denote language should not be used, instead use “EN”, “FR”, “SP”. The GMMP website is confusing. The General Secretary commented that changes are being made to clean up the site.

It was suggested that the MVOW site be changed to “Centre for Communication Rights” as this name seems more tangible. Funders may have a better grasp of what is meant. Perhaps MVOW could be a tagline for Centre for Communication Rights.

As WACC is moving to the WordPress platform, can WACC share templates, etc. with the Regions so that the WACC Global and the Regions look the same? It was agreed that this would be optimum.

It was also agreed that a combined effort by all the Regions to share information among members and partners would be beneficial.

The Treasurer expressed thanks to Tess Sison for the work that she has done and is continuing to do.

20. WACC Logo Policy – Document 17

The General Secretary introduce the policy, indicating that once it is approved, it will be translated into French and Spanish and circulated to members and partners.

Wherever possible, the logo is to be used in colour. There can be no alterations to the typeface and the logo cannot be reversed.

The Regions will be advised that they cannot use any other logos than the ones set out in the policy document, but that the logo can be used alongside another logo. However, the WACC logo cannot be adapted or altered.

Motion: It was MOVED (MK) and SECONDED (AS) that use of the logo should be subject to the approval of the General Secretary. CARRIED.

Motion: It was MOVED (MK) and SECONDED (AS) that the Communications Plan document and the WACC Logo document be received. CARRIED.

21. Regional Concerns

The President suggested that each Director reporting on their Region provide an overview of the main points and submit a copy of a written report to the Secretariat for insertion in the minutes.

Pacific Region – Sharon Bhagwan Rolls

As Sharon was absent, she provided a video presentation.

North America - Gregg Brekke

Europe – Alba Sabaté Gauxachs

The remaining presentations were given later in this meeting.

22. Membership Report – Document 18

The Deputy General Secretary spoke to the Report. Membership has drastically reduced over the years. There are many different reasons for this, including changing circumstances and changing relationships.

Occasionally, there has been frustration with WACC's database management and approach to renewals. Also, in the past there seemingly were more "benefits" available to members.

The question is how to we work together to engage active members. 100% of the membership fees have been reverting to the Region so there should be impetus for the Regions to recruit new members.

Several questions, comments, discussion came about from the presentation of this paper.

Does a Region still need to approve a new member? Could an option be that a new member be given the option of what Region they wish to support? Can the regions have access to old member contact information? How does WACC involve its members in its work? How does WACC motivate its members? How can members promote WACC? Can project partners be required to join?

The Deputy General Secretary informed the Directors that the Recommendation being presented for consideration was No. 4 of the Recommendations for Decision from the Document, being:

That from 2019 the membership income from each region will be returned to the respective region in support of the regional association's work to fulfil WACC's vision and mission.

The Treasurer stated that he has no objection to seeing the funds for membership going to the Regions.

The President asked that this paper as presented be taken back to the Secretariat to address the questions made at this meeting. The paper is to be presented to the Officers and brought back to the Directors at a later date for approval.

Motion: It was MOVED (SB) and SECONDED (VR) that the Recommendation as tabled above regarding the return to the Regions of membership income be approved. CARRIED.

Motion: It was MOVED (SB) and SECONDED (VR) that the remaining recommendations be reviewed by the General Secretariat, taking into account comments made at this Board Meeting, and presented to the Officers and then presented to the Board at a subsequent Meeting for approval. CARRIED.

23. Member Forums – Document 19

The Deputy General Secretary suggested that this document be taken to the Officers for review and brought back to the Directors for discussion at a later date.

Motion: It was MOVED (SB) and SECONDED (GB) that the Member Forum document be reviewed by the Officers and presented to the Board at a subsequent Meeting for approval. CARRIED.

24. Honorary Life Members

The General Secretary presented the list and some background information of the potential Honorary Life Members. The names on the list are:

Alma D. Montoya CH (Colombia)

Gianna Urizio (Italy)

Pradip Thomas (India / Australia)

Patrick Anthony (Saint Lucia)

José Luis Aguirre Alvis (Bolivia)

Motion: It was MOVED (AR) and SECONDED (SB) that the proposed list of Honorary Life Members as presented be approved. CARRIED.

25. Regional Concerns (Continued)

The President suggested that each Director reporting on their Region provide an overview of the main points and submit a copy of a written report to the Secretariat for insertion in the minutes.

Asia Region – Vincent Rajkumar

Caribbean Region – Ary Régis

Latin America – David Morales Alba

Middle East – Rania Rashad William

Motion: It was MOVED (GB) and SECONDED (MK) that the reports from each of the Regions be received. CARRIED

26. Strategic Plan – Document 21

The General Secretary spoke to the Strategic Plan 2022-2026. A new Strategic Plan will need to take into account past successes and failures, the ever changing ecosystem and the changing environment at WACC. The timeframe for the process is laid out in the document.

The steps required to form a new Strategic Plan include identifying the stakeholders, consultation with stakeholders, analysing the information, drafting the plan and putting to the Board for review and comment. The Board will then weigh pros and cons and determine the new plan. The document included a detailed a timeframe.

Discussion regarding the Strategic Plan

There is a question of who would do the work and the cost involved. Comment regarding the existing plan that the environmental scan was weak. Regions need to be consulted as to what they see as environmental changes coming over the next few years.

Motion: It was MOVED (VR) and SECONDED (AR) to accept the Recommendation and Timeframe for the next Strategic Plan. CARRIED.

27. Future of the WACC Canada Office – document 22

The Treasurer discussed many factors relating to the future of the WACC Canada Office.

The General Secretariat in Toronto is in a very large space. There has been some decentralization of staff recently and therefore WACC does not require the entire space. It has proven difficult to sublet space as the office is located in an area of Toronto that is perhaps less attractive than downtown.

The question is whether to continue to lease the office.

The Treasurer provided 3 possible scenarios but indicated that there may be other options that could be reviewed:

1. Rent a smaller office
2. Rent flexible office spaces as required
3. No fixed office – staff working remotely

The Treasurer indicated however that at this point in time, the Board is not yet far enough along in the process to make a final decision.

Recommended Action: That the Board request the General Secretary to investigate the various options together with both their financial, institutional and staffing implications and report in the first instance to the Officers before the end of November 2019.

The General Secretary was invited to provide comments.

1. On a good subway route – 20 minutes from downtown
2. Development coming to the neighbourhood – condos are being built
3. There have been several people interested in the property but it is necessary for the subtenant to be a not-for-profit
4. Oikocredit may be interested
5. Negotiations to take place with Hope United (landlord).

The President suggested that additional research needs to be done and that the Recommendation should be voted on.

Motion: It was MOVED (SB) and SECONDED (JM) to accept the Recommended Action. CARRIED.

28. Outstanding Actions

The President referred to two outstanding actions. Finance Committee and Risk Register.

The **Finance Committee** as named (Embert Charles, Stephen Brown, Jim McDonnell, Sharon Bhagwan-Rolls) be constituted.

Motion: It was MOVED (MK) and SECONDED (AS) that the Finance Committee as named be constituted. CARRIED.

The Treasurer spoke to the matter of the **Risk Register** and the amendments made to it by the Directors who reviewed same.

As suggested in the discussion concerning the Risk Register in the previous session, a Reputational Risk column has been added to the Register, which has been completed. **The Directors must also sign a Consent to Act as Directors.**

It has also been determined that there must be a provision to review the Risk Register at regular intervals.

Motion: It was MOVED (SB) and SECONDED (RR) that the Risk Register in amended form be approved and that the Risk Register be reviewed at every face to face Board meeting. CARRIED.

29. Treasurer's Report (Part 2) – Documents 23-29, 7 and 8

WACC UK Audited Financial Statements – 2018

The Treasurer gave a brief overview of the Financial Statements.

Motion: It was MOVED (JM) and SECONDED (VR) that the WACC UK Audited Financial Statements 2018 be approved. CARRIED.

WACC Canada Audited Financial Statements 2018

These statements were for information purposes only. They are to be approved by WACC Canada.

Receive the Audited Financial Statements for the year 2018.

The President invited the Treasurer to present the Financial Statements for the year 2018.

The Treasurer advised the meeting that the Financial Statements have been audited by independent auditors who provide their opinion that the accounts represent a true statement of the financial position of the organization. The Treasurer appreciates that while it is difficult to have a detailed discussion online he asked that the Financial Statements be received with further discussion to be had at the Directors meeting in November 2019.

Motion: It was MOVED (SB) and SECONDED (EB) that the Financial Statements for the year 2018 be received. CARRIED.

WACC Global Budget (CAD) – Document 29

The Treasurer noted specific items:

- Bulk of *income* from BftW.
- *Digital Transformation 2020* (to be raised) \$150,000
- *Programme and Projects Costs – Knowledge sharing* \$474,207 – if WACC doesn't raise the \$150,000 that amount comes off that
- *Waldensian Church* - \$100,000
- *ELCA* – grant for Venezuelan project
- *GMMP – 2019* – \$525,549 – to be raised - if not raised does it come from the reserve? To be determined at this meeting
- GAMAG funding to be raised – GAMAG in WACC budget because WACC is the GS and it comes through the WACC books. It is *not* to be raised by WACC

The \$525,549 for GMMP includes setting up the whole database system, revisions to the methodology, training national teams, travel coordination costs and core budget component.

The Treasurer requests for the future a further breakdown be provided in the document, for example, Investment and Rental Income could be broken down into two separate amounts.

The Treasurer wanted to draw attention to the Board the deficits (projected) in the various years:

2019 – deficit - \$473,221
2020 – deficit – \$457,679
2021 – deficit - \$493,964

These are significant amounts and it is important for the Board to see the actual situation. In 2019 WACC is looking for funding of over Canadian \$500,000.

Discussion:

Can it be determined what the benefits were from the GMMP of 2015?

Is WACC 100% committed to raise this GMMP money this year? The General Secretary responded that Sarah Macharia has a budget. She can only spend what money there is.

WACC needs to try to reduce the drawdown on reserves. A suggestion was made to put a cap on the use of the reserves (for example, 10%).

The Treasurer indicated that there are many things to take into consideration but agreed the need to reduce drawdown on reserves. He also expressed a concern about unintended consequences. For example, if BftW were to see a substantial reduction in expenditures they could reduce core funding.

The Treasurer's preference would be to take these issues to the Finance Committee and then bring a recommendation to the Board.

Motion: It was MOVED (SB) and SECONDED (AS) to receive the 2019 Budget subject to review of GMMP funding by the Finance Committee and bring the Budget back to the Board in October. CARRIED.

30. Scheduling next Board Meeting(s)

There will be an online Meeting in November, 2019.

There should be one in February and May, 2020.

The General Secretariat is to come up with a series of dates and will communicate to the Directors going forward.

On behalf of the Directors, Jim McDonnell thanked the President, Embert Charles, for being a great Meeting Chair – everyone concurred.

Motion: It was MOVED (JM) and SECONDED (MK) to adjourn the meeting. CARRIED.