

**Meeting of the Board of Directors of WACC UK**  
**September 3, 2021 (8:00 a.m. Toronto time) - Online**

**MINUTES**

**1. Welcome by the President**

The President, Embert Charles, called the meeting to order at 8:25 a.m. He expressed his hope that people are able to work through not only the COVID illness, but the psychological toll that it has taken in various forms. He thanked the Staff, Directors and the Officers for their commitment to WACC. He is hopeful that the Secretariat and the Directors are reaching out to the Regions in a spirit of solidarity.

**2. Roll Call**

The President called the roll. Those present at the meeting were:

Embert Charles (President)  
Stephen Brown (Treasurer)  
Mathilde Kpalla (Vice-President)  
Alba Sabaté Gauxachs  
Gregg Brekke  
Vincent Rajkumar  
Jim McDonnell

**Absent with apologies**

Sharon Bhagwan-Rolls (Vice-President) with excuse  
Rania Rashad with excuse  
Ary Régis with excuse  
David Morales Alba with excuse

**Staff:**

Philip Lee (WACC General Secretary and Director ex officio)  
Sara Speicher (Deputy General Secretary)  
Joseph Patterson (Financial Controller)  
Shari McMaster (Administrative Coordinator / Board Liaison)

A quorum was established for the meeting.

**3. Agenda**

The President requested a Motion regarding the Agenda. **It was MOVED by Stephen Brown and SECONDED by Gregg Brekke to adopt the Agenda as presented. ALL IN FAVOUR.**

#### 4. Minutes

##### ***March 30, 2021 Minutes***

The General Secretary spoke to the March 30, 2021 Minutes. Any matters arising would be substantively covered in the Agenda.

The President asked if there were any errors or omissions in the March 30, 2021 Minutes. There being none, he called for a motion to approve the Minutes.

**It was MOVED by Gregg Brekke and SECONDED by Vincent Rajkumar that the Minutes be received and adopted. ALL IN FAVOUR**

#### 5. WACC Canada 2020 Financial Statements

The President invited the Treasurer to speak to the WACC Canada (WACC CA) 2020 Financial Statements.

The Treasurer introduced the Statements by explaining that the relationship between WACC UK and WACC CA is a slightly complicated one. As WACC UK is the sole member of WACC CA, WACC CA is a de facto subsidiary of WACC UK. Despite this, due to Canadian regulations, the WACC CA Board of Directors is required to approve the Financial Statements. The WACC CA Board has approved the 2020 Financial Statements and the WACC UK Board is being asked to receive the WACC CA 2020 Financial Statements.

The Treasurer asked the Financial Controller to provide a brief overview of the WACC CA 2020 Financial Statements, including highlighting key points required for the Board to understand the overall health of the organization.

The Financial Controller reviewed the Statements. He said that the organization has remained healthy by successfully saving on its operational costs, for example by reducing staff and rental costs, and realizing gains on investments. He pointed out that while sound, the organization needs to continue to seek additional donors as it is heavily reliant on one donor for its core funding.

**There being no questions, it was MOVED by Stephen Brown and SECONDED by Mathilde Kpalla that the WACC CA 2020 Financial Statements be received. ALL IN FAVOUR**

#### 6. Treasurer's Overview

##### *WACC Global Profit & Loss Statement (Q2-2021)*

The Treasurer asked the Financial Controller to introduce the WACC Global Profit & Loss Statement (Q2-2021) document, representing the 2<sup>nd</sup> quarter of 2021.

The Financial Controller said that the key takeaway from this Statement is at the bottom of the document which indicates a difference in the Surplus from \$448,074 in 2020 to \$142,444 in 2021. He pointed out that last year's figure is misleading. It was an unusual year. There was a drawdown very early from the reserves to ensure that there would be enough cash in hand. Additionally, Bread for the

World required the organization to change its accounting method, which is reflected in the 2021 Actual Surplus column.

On the whole, the \$142,444 represents a surplus in WACC CA, offset by a deficit in WACC UK. This was expected and planned. Funds have not yet been transferred to the UK as the funds held in the Aqueduct Foundation have done and continue to do very well.

Cash management and investment have been handled very carefully in order to improve and stabilize the position of both WACC CA and WACC UK.

The Treasurer thanked the Financial Controller for a very clear explanation.

**There being no questions, it was MOVED by Stephen Brown and SECONDED by Alba Sabaté Gauxachs that the WACC Global Profit & Loss Statement (Q2-2021) be received. ALL IN FAVOUR.**

#### *WACC UK Consolidated Financial Statements*

The Treasurer advised that the WACC UK Consolidated Financial Statements were not yet available. The General Secretary indicated that in addition to anticipated delays as a result of COVID, WACC UK also changed auditors for the 2020 audit. However, the WACC UK statements need to be filed by the end of September, 2021.

The Treasurer suggested that the most satisfactory way to deal with the Financial Statements would be for the Finance Committee to review the Statements when available in detail and, if satisfactory, recommend that the Board be asked to approve them via email.

The President therefore asked for a motion regarding the WACC UK Financial Statements. **It was MOVED BY Stephen Brown and SECONDED by Vincent Rajkumar that the WACC UK consolidated audit for 2020 be reviewed in detail by the Finance Committee and that, subject to a positive recommendation, the Board be asked to approve it by email vote before the end of September.**

## **7. Fundraising**

### ***Fundraising Actions***

The General Secretary was asked to speak to the Fundraising Actions document. The document was originally started in 2018 and has been diligently updated by staff. The document presented – covering 2020 and 2021 – has been updated since the last Board meeting.

Staff seizes funding opportunities whenever they are able. WACC is looking forward to signing an agreement soon with a local partner in Colombia in a project funded by the Dutch Embassy in Colombia for which WACC will be paid as a consultant.

Sarah Macharia is in talks with Free Press, WAN-IFRA and others regarding possible funding for GMMP follow-up work. Potentially this could be a multi-year funded project with the possibility of payment for administration.

As the ground is always shifting in terms of fundraising opportunities, there is greater likelihood of obtaining funding for a project or programme work, so institutional funding is always an aim.

The President asked the General Secretary to speak to what is going on in the Regions in terms of fundraising.

Latin America is planning on holding a webinar next year and has been looking for funding sources for that. The Secretariat is seeking ways to collaborate with them.

WACC Europe has submitted a major funding application to the European Union.

North America has been seeking funding for a digital rights event. They are encountering difficulties as much of the money in ecumenical church circles is going directly to humanitarian projects.

The President noted that there are new priorities relating to the Strategic Plan. The General Secretary said that part of the Strategic Plan has been structured around the objectives of donors, for example, those of Bread for the World, while still maintaining the values and mission of WACC.

## **8. Membership and Supporters' Campaign**

The Deputy General Secretary was invited to speak to the WACC Network Development matter. Bread for the World offered WACC 5 days of consultation time with ODS (Organisation Development Support), a consultancy company situated in Brussels that works with INGOs. It was hoped that through this consultation, WACC may be able to learn ways to get a more engaged membership, learn of other networking possibilities and how to harness those possibilities. ODS first held a Zoom meeting with staff to learn information about the organization. After gathering information about WACC, ODS had two workshops with stakeholders, including Directors.

ODS have produced a report on their findings and suggestions. The report was only recently received by the Secretariat and the Deputy General Secretary suggested that Staff review the document and at a date in the future the Board could meet again to discuss some of the recommendations that are in the report. ODS pointed out that WACC is not alone in its struggle with membership and have provided some options for future membership: a hybrid model perhaps that could add greater flexibility.

The DGS believes this would be a helpful exercise. The President expressed interest in the discussion around flexibility in membership and offering other options for membership.

**It was MOVED by Mathilde Kpalla and SECONDED by Stephen Brown that the WACC Network Development Report be received. ALL IN FAVOUR.**

## **9. Symposium Programme**

The General Secretary said that the DGS has been a prime organizer in initiating and planning the Digital Symposium and she has worked tirelessly in moving this initiative along. Stephen Brown too has been an integral part of the planning. The GS invited the DGS to speak to the Symposium matters.

The DGS thinks that this will be a very exciting symposium. It is a profound moment for partnerships. WACC's unique role in communication / digital rights and its leadership and contacts in this area have shown it to be very important to the ecumenical partners.

This initiative started 5 years ago at the WACC 50<sup>th</sup> Anniversary meeting in Hamburg, when Dr Ellen Ueberschär, who was a keynote speaker at that event, challenged WACC to address issues of digital justice. Since that time, several important German partners were approached and the idea of the digital symposium was conceived. Unfortunately, Covid derailed the physical symposium somewhat but, with lots of planning, the symposium is now happening virtually.

WACC has been involved in every aspect of the planning and will also be involved throughout the entire event. There are various case studies on digital justice, demonstrating how communities are working on the ground. All of the case studies are WACC projects. Hopefully a side benefit of the symposium will be to connect with others and partner with them in the future.

The symposium is supported by German government funds. WACC's direct expenses are covered in the budget plus there will be some reimbursement for the DGS's time. EMW has also made a promise of grant money available to WACC.

The DGS is hopeful that the Directors can participate in this symposium and will send out links to the event next week.

The President said that it is critical for the Directors to participate in the event if they are able.

## **10. Strategic Plan 2022-26**

The General Secretary said that the Strategic Plan has been shaped by a long process of consultation with the Regions, members, and the Boards, who provided invaluable input.

The Strategic Plan has also been informed by the direction in which some of WACC's funding partners are heading. WACC is therefore aligning some of what it does to reflect those expectations. For the most part, there has been close alignment on major issues, including gender and climate for example. The CAP programme will pursue issues such as these, within the framework of advancing the communication rights movement.

The 5 programme areas that the Strategic Plan 2022-26 will be dealing with are Digital communication rights; Migrants, refugees and communication rights; Communication rights and indigenous rights, Communication rights and climate change; Gender and communication rights. The General Secretary noted overlapping concerns such as climate change and Indigenous communication rights. The gender and communication programme could also focus on how the GMMP fits into the larger framework of communication rights.

The General Secretary emphasized that the document has been re-worked several times and is based on the advice of the Boards, members, partners, and other experts.

The President commented that any Strategic Plan needs an element of flexibility. Covid is an example of how things need to remain fluid.

**It was MOVED by Jim McDonnell and SECONDED by Alba Sabaté Gauxachs that the Strategic Plan 2022-2026 be approved. ALL IN FAVOUR.**

The President thanked the staff and the Board and the various committees that have contributed to the Strategic Plan and said the Board would do its part to successfully implement it.

### **11. Review and Approval of Policies**

The General Secretary spoke to the issue of the Policies that required approval. At the last meeting of the Board there was not enough time to deal with the Policies matter, so as a result, he sent out notes to the Board relating to the Policies. With the exception of one new Policy, the other Policies only required small amendments to bring them up to date with various legal requirements.

The only new policy was the Code of Conduct in Relation to Safeguarding / Sexual Exploitation and Abuse.

This is a policy that is used widely across various organizations, including many of those with which WACC partners. In fact, ELCA and the Primates World Relief and Development Fund, both WACC funders, require all of their partners to have a policy such as this in place. The policy lays out the commitments and responsibilities that WACC has made and informs staff and partners of same. It has been aligned with legislation in Canada and has been compared to other like organizations. The Policy becomes part of any agreement to work with / partner with WACC. There is a section on reporting and how WACC would respond to any safeguarding issues that arise.

The Policy in this form has been submitted to ELCA and they deem it acceptable.

There were 3 comments regarding the document:

1. Does this policy meet the requirements of the UK Charities Commission?
2. In the draft Policy document, the Board members are included in Contracted Personnel definition. This suggests that the Board has some link of dependency on WACC. The Board should be noted as a separate category.
3. The document should allow for a DGS to take over from a GS if there is a complaint lodged against the GS, and in the case of a complaint against the President a Vice-President should be appointed.

The General Secretary said that the Safeguarding document would be amended to include any necessary expectations of the UK Charities Commission as well as including the requests noted above and it will be brought back in a revised version for approval.

**It was MOVED by Stephen Brown and SECONDED by Vincent Rajkumar that the Safeguarding Policy be accepted in the current version, pending a revised version to be presented taking into account the issues raised in the meeting. ALL IN FAVOUR.**

The General Secretary then suggested that if the amendments to the remaining Policies were acceptable to all, that they be approved. **It was therefore MOVED by Gregg Brekke and SECONDED by Stephen Brown that the Policies be approved. ALL IN FAVOUR.**

For clarity, the Policies approved were:

1. Equal Opportunities Policy;
2. Governance and Management Policy;
3. Grievance Resolution Policy;
4. Health and Safety Policy;
5. Working Practices Policy;
6. Coronavirus Policy.

## **12. Any Other Business**

There was no other business.

## **13. Adjournment**

The President thanked everyone for attending and asked for a motion to adjourn. He is looking forward to participation of the Board in the Symposium.

**It was MOVED by Vincent Rajkumar and SECONDED by Stephen Brown that the meeting be adjourned. ALL IN FAVOUR.**

Minutes respectfully submitted by Shari McMaster