

WACC UK BOARD OF DIRECTORS MEETING - Online

July 3, 2025 - 10:00 A.M. TORONTO TIME

Attendees:

Embert Charles – President (President)
Juha Rajamäki – Treasurer (Treasurer)
Rania Rashad William – Vice-President (Rania)
Corinne Barnes – Director (Corinne)
Gregg Brekke – Director (Gregg)
Alba Sabate Gauches (Alba)
Jim McDonnell – Director (Jim)
Netani Rika – Director (Netani)
Vincent Rajkumar – Director (Vincent)

Philip Lee – Director (ex officio) and WACC General Secretary (GS)

Absent with apologies: Mathilde Kpalla – Vice-President
David Morales Alba - Director

Staff:

Philip Lee – Director and WACC General Secretary (GS)
Sara Speicher – Deputy General Secretary (DGS)
Joseph Patterson – Financial Controller (FC)
Shari McMaster – Administrative Coordinator and Board Liaison (Shari)

Guest:

Noelia Serrano, Partner of the WACC UK Auditors, Sayer Vincent LLP. Ms. Serrano attended the meeting for the presentation of the Going Concern document and WACC Consolidated Audit Report.

List of Approved Motions and Actions

1. MOVED: To approve the Agenda as circulated.
2. MOVED: To approve the Minutes of the WACC UK Oct 3, 2024 Board of Directors Meeting.
3. RECEIVED: To receive the Report of the General Secretary.
4. RECEIVED: To receive the Going Concern document.
5. MOVED: To approve the 2024 WACC UK Consolidated Audited Financial Statements.
6. RECEIVED: To receive the WACC Global Q1 Results.
7. MOVED: To review and approve the 2025 Reserves and Investments Policy.
8. RECEIVED: To receive the Funding Actions Document.
9. MOVED: To approve the Management Actions document.
10. RECEIVED: To receive the WSIS+20 Verbal Report.
11. MOVED: To adjourn the meeting.

1. Welcome by the President

The President welcomed everyone to the online meeting and thanked all for joining. He said that amidst the turbulence in the world, we would remain calm and focus on the tasks ahead of us.

2. Roll Call

Quorum was established.

3. Agenda

The Agenda was reviewed. As there were no amendments required, **it was MOVED by Vincent Rajkumar and Seconded by Gregg Brekke to approve the Agenda as circulated. CARRIED.**

4. Approval of Board Meeting Minutes – October 3, 2024

The October 3, 2024 Minutes form part of this meeting and are available for review.

The Minutes were presented onscreen and reviewed page by page.

The President asked the GS for updates since the October 3, 2024 Board meeting.

The GS indicated that there were items from the Minutes that would be addressed at this meeting.

There being no errors or omissions, **it was MOVED by Corinne Barnes and SECONDED by Netani Rika that the October 3, 2024 Minutes be approved. CARRIED.**

5. General Secretary Report

The GS was invited to present his report. He noted that it has been nine months since the last Board meeting. The substantive issues from the last meeting have been picked up in the current Agenda and would be dealt with in this meeting today. There have been many changes over the last nine months and those changes may have affected some of the issues. The Report is broken into 3 sections. The GS said he would only be reading the introduction and the Looking Ahead sections as the middle section of his report is included in the WACC 2024 Annual Report.

The General Secretary Report forms part of this meeting and is available for review.

The President thanked the GS for his Report. He identified two parts in the Report. One addresses the issues at the base level, and the other addresses the issues at a higher level, perhaps with an impact on policy and leadership.

Vincent commented that many are still fighting for communication, which WACC calls a human right. Raising voices at a regional level is very difficult because they are often silenced by government policies. There is a role for WACC Global as the Regions are unable to raise their voices. When Global receives information from the Regions about geopolitical situations, WACC Global can raise its voice on behalf of the Regions.

The GS said that over the last two years, WACC has been immensely gratified to be part of various coalitions, from both the Global South and the North as well, who share the same values with WACC and the same perspective on communication rights. Many people are making alliances to try to bring about change at both the global level and the grassroots level.

The President said that some of the statements are quite philosophical and referred to the deep dive into WACC's identity.

The GS said that nine months ago there was discussion of WACC's identity including its name, the Global Secretariat office location and branding. The Management Actions document, that will be presented at this meeting, recommends a concerted approach, taking into account all these points, which will come back to the Board with steps taken as part of a plan that everyone can accept in terms of going forward. It will look not only at the immediate future but also WACC's stability for the next 5-10 years.

The President recalled from the last meeting that there had been a consensus on how the issues were addressed for the time being. He wanted to know if the matter requires further discussion.

The GS said the matters needed to come back for discussion, given the changes in circumstances over the last several months.

Jim suggested the need for a clear target or aspirational goal to guide the organization and energize its members.

The President said that it is necessary to determine, in a concrete manner, whether goals have been achieved. There needs to be quantitative indicators.

Gregg suggested that there be a collaborative plan for promoting digital literacy and training resources across the Regions.

The General Secretary Report was received.

The meeting was joined by Noelia Serrano, who introduced herself as a Partner of the WACC UK Auditors, Sayer Vincent LLP. Ms. Serrano joined the meeting for two of the Agenda items – the Going Concern Document and the WACC Consolidated Audit.

6. Going Concern Document

The Financial Controller was invited to present the Going Concern Document. **The Going Concern document forms part of this meeting and is available for review.**

The FC welcomed Ms. Serrano to the meeting.

The FC explained the need for a going concern evaluation. It is normal for auditors to assess going concern as part of their audit work so WACC undertook the preparation of this document. Essentially, the going concern questions whether an organization can pay its bills 12 months after the end of the audit. WACC conducted a much more thorough going concern analysis than the 12 month projection.

The FC proceeded to review the document.

The FC pointed out that WACC receives approximately 72% of its revenues from Bread for the World, making it a significant part of WACC's operations and the largest risk if there should be any issues with that revenue.

As of December 31, 2024 WACC's reserve funds were valued at \$3,432,974. WACC has budgeted to withdraw \$235,539 from the fund in 2025 with similar amounts for 2026 and 2027. The FC recommends

that WACC should draw down no more than 5% from the fund annually as any greater amount reduces WACC's sustainability.

Under the Risk Assessment section, the FC said that in 2025 WACC requires approximately \$1,080,000 in the core budget to operate at the current level. The majority of which now comes from BftW.

Management has been informed by BftW that they will be reducing their CAP fundings by approximately 19%. There is also the possibility that funding to the core budget could be affected, which would lead to budget shortfalls.

Management action to counter shortfalls are listed in the document to be presented later in this meeting by the GS and DGS and include self-generating income, finding new donors and reducing and restructuring the organization. The DGS has quite successfully tested offering communication rights courses towards self-generated income, and continues to produce product.

So for the going concern situation, there is no issue at the moment but the organization cannot be complacent as the organization has sufficient reserves to operate for 4-7 years.

The FC asked the auditor for comments.

Noelia Serrano agreed that the going concern is not an issue in the short-term but Management has identified a number of issues in the medium term. Changes need to be made in order to make the reserves last longer. However, for the purpose of this audit, the Going Concern document was very helpful and she otherwise had no further comments.

The President asked for any questions or comments. There were none.

The Going Concern document was received.

7. WACC Consolidated Audit

The Financial Controller was invited to present the 2024 WACC UK Consolidated Audited Financial Statements. **This document forms part of this meeting and is available for review.**

The Consolidated Audit records what financially has taken place in both WACC UK and WACC Canada in 2024. The WACC Consolidated Audit had previously been reviewed by the Finance Committee and recommended to the Board for approval.

The FC made reference to page 12 which is the Opinion of the auditors that they are confident that the audit is a true reflection of WACC's financial condition as of December 31, 2024.

The FC continued to review the Audit document. He explained the difference between restricted and unrestricted funds, highlighting the increase in income across both categories in 2024. The organization experienced a net loss of \$82,000 in 2024, compared to a loss of \$20,000 in 2023, due to changes in accounting methods. The FC also discussed the balance sheet, cash flows and various expenditure breakdowns, noting a decrease in net assets and cash reserves. However, there is nothing significant because there is enough cash to meet expenditures.

The FC pointed to the Notes section of the Audit. Some notes explain accounting principles while others provide insight into the various sections, such as expenditures. On the whole, expenditure has been managed very well. It is important, when measuring costs, to determine how funds are being spent vs.

what value has been delivered to constituents. Also, would WACC be able to attract funding to deliver that value?

The FC asked the Auditor for comments. She did not have any.

The President asked for questions from the Directors. There being none, he asked for a Motion to approve the Consolidated Audit.

It was MOVED by Rania Rashad and SECONDED by Netani Rika that the 2024 WACC UK Consolidated Audited Financial Statements be approved. CARRIED.

The President thanked the Auditor for attending the meeting. The Auditor advised that a review is taking place in the UK whereby the audit threshold is changing for organizations. The amount that WACC has in income is 1,000,000 GBP. Going forward, if revenue is less than 1.5 million GBP, it will not be necessary to have a complete audit. There will still be an independent examination required, but not the full audit. It will mean less expense for WACC.

The FC noted that he would continue preparing the accounts to the same standards. This would just mean lower audit fees.

8. WACC Global Q1 Results

The WACC Global Q1 Results form part of this meeting and are available for review.

The Financial Controller was invited to present the WACC Global Q1 Results.

The Q1 results have been approved by the Finance Committee and are being submitted to the Board for information.

The document is structured to compare 2025 Q1 Actual vs the previous year at the same time, vs. Q1 of the budget and the variances between them. The Year over Year column looks at how favourable or unfavourable the numbers are and the Actual vs. Budget Column looks at the difference between the Actual vs. the Budget, the last column gives the full budget for context. The final column provides commentary.

The FC referred to Line 15. The Budget target is \$190,000 for the year but so far only \$7,000 has been raised. It had been hoped that there would be \$47,000 by now.

The FC continued to review the document. He noted that at Line 45 there is a deficit of \$57,000 this year vs. a deficit of \$161,106 in 2024. That is a good sign. However, it also depends on how much the Aqueduct Fund goes up or down this year, based on the fluctuations in the markets. The market has been favourable this year.

Netani asked if WACC had heard from any donors indicating reasons they are not funding projects. The FC said that he has not heard of anything like that, with the exception of BftW not providing as much program funding as in the past due to German government cutbacks.

Corinne asked about the GMMP Line 7, and if WACC has been successful in getting the funding. The GS said that Sarah Macharia is closely monitoring this situation. She has been successful in getting money from UN Women and at the Pacific regional level there has been some small funding. The largest part of

the budget is for GMMP follow up work, but it needs to be emphasized that money does not get spent if funding does not come in.

The Treasurer asked if it is possible to receive a case study for a project that will put into perspective what sorts of expenditures there are in specific projects. The Treasurer can be provided with copies of reports that are provided to ELCA, PWRDF and BftW, organizations that fund various projects. The report(s) will provide the narrative plus the financials.

The Global Q1 Results were received.

9. 2025 Reserves and Investment Policy

The 2025 Reserves and Investment Policy forms part of this meeting and is available for review.

The FC was invited to present the Reserves and Investment Policy. It is a requirement that the Board review the Reserves & Investment Policy each year in order to determine whether it continues to comply with the Act and continues to meet the needs of WACC.

The FC said that there had been no change to the Policy that was approved by the Board last year.

The Treasurer asked if there were guidelines for the investment manager to ensure transparency and ensuring WACC was not investing in something that could cause reputational risk.

The FC said that the Aqueduct fund in which WACC invests is reputable. It is an ethical fund which would therefore exclude certain investments. WACC will ask Aqueduct to advise what is contained in the current portfolio mix from an ethical standpoint. This will be provided to the Treasurer.

The President said that as Management, the Board is required to approve the Policy on a yearly basis and called for a Motion to approve the Policy.

It was MOVED by Netani Rika and SECONDED by Juha Rajamäki that the 2025 Reserves and Investment Policy be approved. CARRIED.

10. Funding Actions Document

The Funding Actions document forms part of this meeting and is available for review.

The GS was invited to present the Funding Actions document. He said that the Funding Actions document is always available to Directors upon request. It is kept up-to-date by staff. Funding is done by everyone in the organization. WACC relies on Directors, Regional Executive Committee members and others to point WACC toward opportunities or to facilitate opportunities, meaning make a phone call or providing email information so WACC can contact a potential funder.

The document has a list of current funding applications as well as the outreach that has been and is ongoing.

The GS cited a generous contribution from WACC North America, sponsoring a PhD student in communications to take part in the WSIS +20. It is hoped that in due course the student will become a member of WACC NA and contribute in some way to WACC NA's work.

WACC has developed a learning platform which we hope will provide self-generated income.

The GS referred to other outreach activities.

The GS summarized ways that one can help to increase the visibility of WACC and increase opportunities to raise awareness and funds. He noted that the delegation attending WSIS+20 next week will be reaching out to entities who may be able to offer opportunities.

Corinne asked, from a regional perspective, a question regarding potential funders. For example, she has not approached anyone in the Region because she is unsure on how much to get involved. The GS said that if the potential funder is a global entity, the approach could be made from WACC Global, but if it has regional interests, then certainly the Region should make the approach.

The GS noted that the major difficulty is finding core budget funding. Only a small amount goes into core from project funding. WACC is working all the time on trying to find potential core budget funding, especially in light of the fact that there may be government-imposed restrictions, by Germany for example, which could affect BftW core funding.

The Funding Actions document was received.

11. Management Actions Document

The Management Actions document forms part of this meeting and is available for review.

The DGS was invited to review the Management Actions document. The DGS provided a power point presentation.

The DGS said the global climate that has shaken the funding landscape has also shaken communication. While a challenge, there is a far greater need for WACC now.

Where does WACC want to be in 5 years and how to get there? WACC initiated a SWOT analysis that was sent to various entities including the Board, Regions, funding partners and others, as well as staff. **The SWOT analysis is available in the Management Actions Document.**

The main recommendation that came out of the SWOT was that WACC invest time and energy with a deeper, much more strategic assessment, planning and development approach.

There must be a process to look comprehensively at the evidence, research, assessing the research thoroughly, setting out priorities and then taking a phased implementation plan. Some specifics affecting the next full Strategic Plan would be:

- A. Communication and visibility, including the WACC brand – which means confirming the brand and building that brand in a more cohesive way.
- B. Strengthening governance, membership and networking – which includes strengthening regional work and looking at a way to pilot stronger support for regions. Being able to build capacity among WACC's governance and looking at better membership management.
- C. Business development for self-generated funding – WACC needs strong business expertise to move the self-generated funding forward.
- D. Strengthening existing funding and pursuing new funding.

- E. Assessing WACC's organizational structure – taking a deep dive into staff roles and what is needed in terms of the future structure.
- F. Development of a sharply defined WACC's Strategic Plan (2027-2030). The development planning process must anticipate the 2027 Strategic Plan.

How is this different from the past? This is an entire organization approach and how everything links together. Planning is needed based on a wide set of data – financial, audience engagement, effectiveness of communications and assessment of funding approaches.

WACC will be looking for external input. Not consultants but expertise from within some of WACC's international NGO partners, for instance. There has been some willingness on the part of people to provide assessment and strategic advice.

There will be full staff involvement. Targets will be set for all the phases – research, discussion, assessments and implementation. The aim is to minimize budget impact.

Management recommends that this be done. It requires more detail in the planning but if the Board approves the direction, Management makes the recommendation:

That the Officers plus one member from the WACC Canada Board accompany the re-evaluation and strategic planning process. It is anticipated at least quarterly meetings with email updates and feedback as well as regular reporting to the Board.

The President asked for comments.

Jim emphasized the importance of telling a compelling story to engage people and secure support for proposals, suggesting that focusing on the narrative from the beginning could help overcome obstacles. Gregg highlighted the need for a clear direction in membership development to support grassroots efforts, offering resources to aid in this endeavor. Netani acknowledged that the Regions need to do more to provide contacts between WACC and potential funders. Vincent proposed enhancing inter-regional engagement by sharing regional stories and partnerships, encouraging staff involvement to highlight local issues at the global level and strengthen regional connections. Corinne said that the SWOT analysis was very instructive.

It was asked what the next steps would be.

The DGS said that if the direction is approved, then within the next several months a detailed plan will be developed. It is proposed that the officers would be tasked with keeping staff accountable. There would be a meeting set up soon with the officers to discuss the work plan.

The President said that the staff is seeking the approval of the direction in order to put it into concrete action. It needs to be very clear that there is a level of urgency in terms of setting up the time frames. The organization needs to act quickly.

The President referred to what Jim had said in terms of "story telling". He said that it needs to be clear who is telling the story, what the story is, who the story is intended for. The issue of who is telling the story is still to be resolved. The branding is important. The President asked how the matter of WACC's identity would be factored into the start of this process.

The DGS said that WACC has a long history as WACC and it will continue to tell the story as it has always done. WACC won't stop telling the story while it figures out what our brand is. There is a suggestion going forward that there be an umbrella which would encompass the WACC brand, the Communication for All brand and Centre for Communication Rights brand. This is one suggestion, which will form part of the ongoing discussion.

There being no objections, the President asked for MOTION TO APPROVE THE MANGEMENT ACTONS.

It was MOVED by Gregg Brekke and SECONDED by Vincent Rajkumar that the Management Actions document be approved. CARRIED.

The President asked for the timeline to be treated as urgent.

12. WSIS+20 Update

The General Secretary was invited to provide a verbal update regarding WSIS+20 plans.

The GS said that a delegation of 7 will be attending WSIS+20: three project partners, a young communicator from Canada, the GS, DGS, and Program Director. WACC will have an exhibition stand under the banner of "Communication for All from Connectivity to Community".

WACC has a strong presence in at least two panel sessions. Two of WACC's projects will be receiving certificates. Several WACC partner organizations are going to be present and there will be cooperation with them and sharing events. It is all very positive and the GS thinks good things will come out of it.

WACC will be producing a short daily bulletin that will go out to Directors and RECs.

The update regarding WSIS+20 was received.

13. Any Other Business

The President asked if there was any other business that the Directors would like to discuss.

Gregg said that there is a planned event of the Associated Church Press and Canadian Christian Communicator Association next May in Toronto. Gregg said that talks are underway between WACC NA and WACC Caribe to possibly attend the event. It is hoped that there can be a bi-regional gathering of WACC NA and WACC Caribe at that time. WACC may be able to host one day of the event. This would be wonderful as it aligns with the desire to have inter-regional engagements of the WACC Regions.

There being no further business, the President thanked the staff for their presentations and the Board for attending the meeting and asked for a motion to adjourn the meeting.

It was MOVED by Jim McDonnell and SECONDED by Corinne Barnes that the meeting be adjourned. CARRIED.

Minutes respectfully submitted by Shari McMaster