

**WACC UK**  
**MINUTES OF THE FINANCE COMMITTEE**  
**February 19, 2026 - Online – 10:00 a.m. Toronto**

**Attendees:**

**Finance Committee:**

Embert Charles - President  
Juha Rajamäki - Treasurer  
Mathilde Kpalla – Vice-President (Mathilde)  
Rania Rashad - Vice-President (Rania)  
Jim McDonnell – Director (Jim)

**Staff:**

Philip Lee - General Secretary (GS)  
Sara Speicher – Deputy General Secretary (DGS)  
Joseph Patterson – Finance Director (FD)  
Shari McMaster - Admin Coordinator, Board Liaison

**List of Approved Motions**

1. MOVED to approve the Agenda.
2. MOVED to approve the Minutes of April 15, 2025.
3. MOVED to approve the WACC Consolidated Q1 Actual vs. Prior year & Budget.
4. MOVED to receive the Statements of ScotiaWealth Management.
5. MOVED to recommend to the WACC UK Board of Directors that they approve the WACC Consolidated Audit.

***Welcome by the President***

The President welcomed and thanked everyone for attending and noted that there was quorum.

He said the world is in for some trying times and hopes for the best for everyone going forward.

***Agenda***

The President reviewed the Agenda. There were no questions or comments.

**MOTION: It was MOVED by Jim McDonnell and SECONDED by Mathilde Kpalla to approve the Agenda. CARRIED.**

***June 17, 2025***

The June 17, 2025 Minutes form part of this meeting and are available for review.

The Minutes were presented onscreen. There being no errors or omissions, **it was MOVED by Juha Rajumaki and SECONDED by Rania Rashad that the June 17, 2025 Minutes be approved. CARRIED.**

### ***Risk Register***

The Risk Register forms part of this meeting and is available for review.

The GS noted that the Risk Register must be brought to the Board for approval yearly. This Risk Register is the same as the one from last year with the exception of the addition of the Artificial Intelligence Policy. The process is that the Finance Committee review the Policy and recommend to the Board that they approve it.

The AI Policy will also go before the Board for approval next week. Staff has determined that the Reputational Risk is 3.

The President asked if the Reputational Risk shouldn't be higher than 3, as the Severity to the organization is at *High*.

The GS said WACC couldn't assess outside interference but WACC has safety factors in place so that we would take steps immediately to counter.

Jim suggests that perhaps we should monitor more frequently than we may want to; everything is changing so fast. Perhaps adding a caveat to indicate that WACC must keep abreast of what is happening.

The GS said that we will find language to insert in the *Action to Mitigate* section to regularly monitor.

The President suggested that perhaps #4, WACC Regions becoming inoperative, and the dwindling membership aspect is also important.

**The Risk Register, with amendments, is to be sent to the FC, and if approved, taken to the Board for approval.**

### ***Scotiawealth Assets December 31, 2025 Statement***

The ScotiaWealth Assets December 31, 2025 Statement forms part of this meeting and is available for review.

The Finance Director was invited to review the Scotiawealth Assets December 31, 2025 Statement. There is a balance of \$3.5 million. We had budgeted to have a balance of \$3.1 million. Even with WACC taking out \$235,000 during the year, the balance is greater than budgeted. This has been a very positive result.

However, it was noted that we cannot necessarily expect the same performance next year. The result is a reflection of market conditions and portfolio allocation.

The Treasurer noted that he is very happy with the outcome.

**The ScotiaWealth Assets Statement was received.**

### ***Scotiawealth Transactions Jan 1-Dec 31, 2025***

The ScotiaWealth Transactions Jan 1-Dec 31, 2025 Statement forms part of this meeting and is available for review.

The FD indicated that this document was essentially the ins and outs of the account. It is the record of what went on during the year.

**The ScotiaWealth Transactions document was received.**

***WACC Global Consolidated Q4 Actual vs Prior Year & Budget***

The WACC Global Consolidated Q4 Actual vs Prior Year & Budget document forms part of this meeting and is available for review.

The FD reviewed the document.

Revenues there are \$1.5 in 2025 compared to \$1.8 in 2024, so we came in under \$224,000 Year over Year. The primary driver for variance was the GMMP, which was underfunded. However, there is no impact to the bottom line because we only spend what we raise. It indicates less interest in the GMMP from a funding point of view.

Line 19, Project Overhead Funding is a very important line. We had planned to raise \$175,000 to balance this year's budget but only achieved \$34,000. It was an increase from last year but we are behind on that target. The goal now is for us to increase revenue in that area. Line 21 looks at expenses. \$1.8 spent relative to last year, \$2.1 with a budget of \$2.6. The big drop is related to the fact that we did not spend that money on GMMP, because we did not raise it.

Another line to review is 33, Public Outreach. It is important to control this cost and consider how to bring in more core funding.

Line 39, the Audit fees requires review. We continue to struggle by having to do three sets of audits; WACC CA, Consolidated and WACC UK. There have been changes in audit regulations on the UK side. The audits are needed to be more detailed to ensure that the audits meet UK standards which increases the cost of audits.

The FD noted that at Line 48 there was a deficit of \$62,000 as opposed to \$144,000 in 2024.

The results are higher than the balance of the previous year. This provides some temporary room to make wise choices in the budget for the year ahead.

The FD asked for questions.

Jim said that he had been speaking to one of the British auditors as part of their due diligence and learned that in October of this year, there may be some new regulations regarding companies and what their audit situation will be like. She indicated that we may not have to have so many audits.

The FD said that it was not necessarily the case. If WACC UK is below an income threshold level, a full audit will not be required. However, if the two WACCs are still linked, an unaudited account cannot form part of an audited document. Canada must have an audited report.

The Treasure said that he is happy with how the FD has completed the report because it is quite clear with the Commentary section. He does wonder though why interest in the GMMP is fading. He had understood it has been our flagship for many years.

The GS thinks that as the GMMP has been ongoing since 1995, there may be donor fatigue. He also thinks that a large part of the issue is the increase in demands for humanitarian aid and other kinds of development work. He noted that UN Women seems not to want to fund anymore. That may be because of other priorities that funders have.

The President observed that it appears that the lines highlighted yellow in the document are increasing. He says that the way to appreciate the true value of absorbing a loss is the extent to which we are meeting programmatic goals within the organization.

The GS said that WACC is very conscious that the program drives what can be achieved. Not just with CAP (BFTW) but the other grants from ELCA, EMW and WCC reflect the trust that those organizations have in WACC. All organizations are striving to increase their funding and to find new sources.

The new annual report will demonstrate more clearly the objectives that WACC has achieved.

**MOTION: It was MOVED by Jim McDonnell and SECONDED by Juha Rajamäki that the Finance Committee recommend that the WACC Global Consolidated Q4 Actual vs Prior Year & Budget document to be taken to the Board for approval. CARRIED.**

### ***Budget***

The WACC Global Consolidated 2026-2027 Budget forms part of this meeting and is available for review.

The FD was invited to present the 2026 Budget which he shared onscreen.

The FD has included more years in this budget than in past years so that we can be more forward looking, given the decisions that we need to make this year to be more successful in the coming years.

The key observation is what happens at line 46. He noted a deficit this year of \$367,575. We are proposing to fund this deficit by drawing down on the Reserve in the same amount. This is more than in the past several years but is particularly so that we can invest in re-branding the organization.

WACC will be able to drawdown the amount of \$367,575 because of the windfall in the Aqueduct fund as well as not drawing down the full \$200,000 cap amount in preceding years.

The Finance Committee and the Board are being asked to approve this Budget on the basis that WACC is going to be doing the kind of work necessary to increase Line 19, Project Overhead Funding. The GS and DGS have been leading this process very well and can speak to the steps being taken to realize the budget forecast.

The President asked for questions.

JR – He asks about Aqueduct. We cannot guess what will happen with that fund and it may not be as favourable as last year.

FD said that we have not forecast any gains in Aqueduct. We are remaining ultra conservative. However WACC is re-evaluating how we go after funding. It is important to take calculated risks.

The President observed that the projections are based on assumptions. The Risk Register that was presented earlier indicates new risks, for example aging staff. There are increased risks relating to technology and AI. He also noted that in 2027 governance costs are increased, which leads to a higher drawdown on the reserves.

As the Board, it will be necessary to make a very clear decision about capping the drawdown from reserves.

FD - The good thing about a rolling budget over many years, is that we get to revisit it every year. At the end of 2026, we will meet again to look at how we are doing. When we review the budget for 2027, we will have seen more factors to make decisions.

The biggest concern that WACC has is whether we remain competitive and effective with AI. He believes that WACC is adapting in a responsible way that will allow us to leverage the benefits of AI without the organization suffering any undue consequences. He feels we are best positioned to make the investments now to achieve good results in the next two to three years if we do the right things today.

The GS said that regarding the anticipated governance costs and the face-to-face meeting scheduled for next year, the Articles require a face-to-face meeting once in four years, so the meeting could be postponed into 2028 or 2029, assuming the new Board agrees to meet online.

He noted that the discussions have focused on the identity of WACC as being the obstacle to gaining new funding. It needs a revamp, a new visible identity, more sharply focussed. The idea is that it will make us more competitive and open to new sources of funding.

The Treasurer, in a meeting with staff last week in anticipation of today's meeting, asked if, in the drafting of the budget, the costs related to branding should not have been included until after a decision of whether the branding would take place.

The rationale was for the Finance Committee to be fully aware of the potential budgetary implications of this now extended debate around the new name and public identity of WACC. It seemed prudent to explore the cost factor first as it included a large drawdown.

Jim is concerned that we could become a little introverted in this process. We need to reach out more and we need to have something very concrete that we can take to others. This will require a lot of thinking and it is not so easy to do, given that others are in the same situation as us. We need a clear process.

The President suggests adding the change of name issue to the Risk Register that gets brought to the Board. There needs to be a very extensive discussion regarding the change of name.

The FD reflected on what Jim and the President said. He says that this is the most optimistic about WACC he has felt in a long time. WACC has a great product. The question is how well we sell it. He sees a real push to make ourselves more relatable to the marketplace. So it is necessary to make people

understand our product. Name and image are critical to how people respond. WACC is at the place where it is time for a change.

The budget reflects the kind of change in Line 19 that we hope to see which will make WACC more sustainable in the longer term.

**MOTION BY Mathilde Kpalla and SECONDED BY Rania Rashad, to take the Budget to the Board for Approval.**

***Any other Business***

There being no other business, the President asked for a Motion to Adjourn the Meeting.

**MOTION: It was MOVED by Juha Rajamäki and SECONDED by Jim McDonnell that the meeting be adjourned. CARRIED.**

Minutes respectfully submitted by Shari McMaster.