
MINUTES OF DIGNITY BOARD MEETING JAN 27, 2022

ON TEAMS – 3.00 to 6.00 p.m.

PARTICIPANTS: Louise Holck, Dea Seidenfaden, Karin Hansen, Lotte Leicht, Emil Kiørboe, Manfred Nowak, Tomas Martin, Camilla Rathcke, Christian Balslev-Olesen (CBO), Nomfundo Mogapi,

FROM MANAGEMENT: Rasmus Grue Christensen (RGC)

GUESTS: Tarek Omar (TAO) at point 5

ABSENT: Marie Louise Nørredam,

REFERENT: Mette Grimstrup (MG)

1. Approval of agenda of board meeting Jan 27, 2022

The meeting started with a short welcome round, and the agenda was approved.

2. Orientation from the Chairperson

CBO shortly related that the EC had met twice to prepare the present board meeting.

3. Orientation from the CEO

RGC presented:

DIGNITY has had some hectic weeks in November and December – a well-deserved Christmas break, and then again, a quite hectic January.

Internationally: The political situation in the Sahel region is deteriorating. We are proceeding with plans for enhanced presence in the region, but perhaps looking into a necessary plan B or C.

DAPP: Demanding tender process on DAPP. Hopefully to be concluded in a few weeks.

IAPB: Strengthened efforts to possibly continue the platform's important work beyond June 2022 in dialogue with supporting states. A mid-term report is on its way.

Clinic: Working on the details of our new agreement with the Capital Region. The agreement landed shortly before Christmas and has turned out quite good and promising. However, the exact details on prices and productivity targets will be carved out and negotiated in the first three months of 2022.

The board discussed the IAPB and the possibilities for making it a broader platform, able to react to different human rights crises around the world on a permanent basis. RGC confirmed this strong ambition.

A concern was raised to the competences needed in the clinic for possibly embarking on treating more children. It will of course be necessary to secure the necessary competences if we pursue these new opportunities. It was noticed that there is, in the whole organization, an increased focus on children and youth, including in our international work.

4. Partnership Policy

The document has been carefully consulted by partners and changed a bit in tone and content, and the suggestion from last board meeting to put the management in charge of the implementation process has been very well received by the staff.

In general, the board had high praise for the document, noting that a lot of the concerns raised from the voices outside of DIGNITY had been heard.

Nomfundo Mogapi suggested to add a few sentences on the needed psychological analysis, and to enhance the importance of educating the staff in unconscious bias in the paper. NM will send specific text proposals.

Christian Balslev-Olesen suggested that the management should provide a yearly report to the board on how the implementation process is carried out.

Manfred Nowak questioned the special protection of children that is mentioned in the Code of Conduct. It was agreed upon that this could definitely be strengthened in the paper in the future. MN was asked to send some input to improve the document. But he related that there are actually not yet any global ethical standards on how to involve children so that they are participating and heard in democratic processes while still being protected from exploitation.

The three documents are approved with the suggested corrections by Nomfundo and Christian. They will be distributed to partners and via our website – and be revisited at the yearly status on the process. Next time probably in January 2023.

5. Communication status 2021 - 2022

Presentation by TAO: 2021 has been a good year, we have been able to further expand our presence in national media, gather more followers on SoMe, and deliver concrete policy results, cf. the status document. This year the 40th anniversary will give us plenty of possibilities to communicate. In 2022 it is also the plan to strengthen our English communication and communication to specific target groups, including doctors and patients, in Denmark. The more general Danish media communication might therefore not grow significantly more this year.

The board congratulated the communication team, stating that it is clear, not only in the status paper, but also in the Danish media, that DIGNITY has become a lot more visible.

The board discussed the target groups. It was noted that numbers are low on Instagram and Twitter that reaches young people, whereas DIGNITY are strong on professionals, as the increase in LinkedIn shows. The board was informed that DIGNITY's advertisement is built on the existing member group. Young people rarely donate to organizations or become members. Also, the economic resources for marketing are not on as big a scale as other organizations.

So far, the membership goals are also quite modest, partly due to the private fundraising history of setting too ambitious goals that cost too much and didn't deliver. Therefore, the investment is, quite deliberately, not over-ambitious. For DIGNITY, private fundraising will remain only a marginal source of income in relative terms.

Internationally, it will be more professional communication, directed towards donors, like-minded organizations, and governments. DIGNITY's development towards becoming an international organization is a huge internal change – and it is a challenge to reflect this properly in the communication with limited resources.

It was suggested that perhaps DIGNITY's increasing role as not only rehabilitating torture survivors and preventing torture, but also seeking accountability for the persecutors could pave the way for a broader communication internationally.

It was also pointed out that ending migration related detention of children could be an obvious advocacy goal for DIGNITY. And that DIGNITY's role in relation to the government's 'externalized' Kosovo (prisoners) and Rwanda (asyl seekers) plans ought to be discussed intensely. They will also be so at a forthcoming board meeting.

The board expressed its great appreciation for the achievements, the strategic choices, and the documentation on the achievements. And to Rasmus for being the very active face out there.

TAO likewise, on behalf of the communication team, praised the whole staff and Rasmus for being so cooperative and inventive in getting the stories out.

6. Election of the Executive Committee

Election of the EC is put on the agenda on the first board meeting every year, cf. the board's rules of procedure.

It was decided that a more detailed procedure for electing the EC is put on the agenda for next December meeting, making it easier for candidates to put their names forward in due time.

It was generally agreed upon that the board is satisfied with the efforts of the present EC, and the EC was then elected for another year.

The EC consists of chairman Christian Balslev-Olesen, deputy chairman Dea Seidenfaden, and Louise Holck.

7. Governance papers

The EC presented the proposed and updated CEO instruction which will replace the old management instruction. The CEO instruction lays down the guidelines for the division of labor between the CEO and the board.

Among other things, the CEO instruction outlines the CEO's authority to enter into grants, contracts and agreements. Above a certain threshold stated in the instruction, the chair, EC or board should be consulted. And the EC wanted the board to decide whether, in such cases, approvals should be given by the whole board, the EC or the chair.

As stated in the instruction, other big decisions on major financial and/or strategic/political issues should of course always be put before the board.

The board asked whether the proposed figures were fitting for the organization with a balance between efficiency and good governance. It was admitted that the figures are an estimate, but a qualified one, and that it might be a good idea to evaluate after a year whether the numbers should be slightly adjusted.

Tomas Martin and others opted for the option of putting the decisions in the board, arguing that the electronic possibilities today make it possible to act quickly or e.g. approve by not answering.

Others argued that laying the decisions in the EC would give a better rhythm between the board, the EC and the daily management. And that the EC was a better and efficient forum for the CEO for questions and consultations. It was also noted that it was important that the EC continues to be well-run with agendas, minutes etc. so that the board is always able to keep track of the decisions.

In the end, the board approved that the mandate to approve of decisions regarding grants, contracts and agreements above a certain economic limit, as described in the instruction, was delegated to the Executive Committee.

An extra fixed item on every board meeting agenda shall inform the board of possible decisions made by the EC taken since the last meeting.

CBO then noted that the instruction is making references to private companies (“selskabsloven”), but DIGNITY is an independent institution, so CBO proposed that the document should be adjusted accordingly. This was approved.

The document with the above-mentioned amendments was approved by the board.

8. Evaluation of the board

CBO presented the answers from the questionnaire and concluded that basically the feedback was that we are doing very well, despite continued corona restrictions. One recommendation – addressing the board diversity – was put on the agenda for discussion at point 9.

There were no further comments from the board.

9. Board future composition

Two issues were up for discussion – finding a replacement for Christian Balslev-Olesen, whose term ends by August 2022, and possibly adding a board member with refugee background in order to increase the diversity of the board. The board also needed to clarify whether the possible inclusion of a board member with a refugee background should lead to an expansion of the board to 11 members.

It was noted that it was still unclear whether it should be a person with refugee background, with trauma experience, or perhaps a relative to a patient. And it was important to clarify expectations, also as to what the person was meant to represent. More representation from the Global South could e.g. also be an important priority.

As the issue of expanding the board also demanded further consideration and changes to governance documents, it was decided to postpone the decision to a more thorough analysis of the question had been made.

Concerning the replacement of CBO, it was ascertained that deep insight into development assistance and the workings of key donors, notably the Danish MFA, would be of outmost importance.

It was noted that, following the logic of the last changes of the board, a possibility could also be to change the composition of the board even more and bring one of the other appointed members into play.

It was decided to make a more thorough analysis on the issue of possibly expanding or not expanding the board with an 11th member.

The EC prepares a list of concrete criteria and possible names for replacement of CBO for the next board meeting.

10. Preparing for the annual CEO development interview

Closed point. (RGC and MG not present.)

11. AOB

Tomas Martin and Karin Hansen's terms as elected employee representatives in the board end in March 2022. It is not yet decided whether they will run for election again at the election in March.

Meeting	Item	Subject	Decision	Responsible	Status
2022 BM 1	4	Approval of partnership policy	The Board approved of the partnership policy incl. annexes	Management	
2022 BM 1	6	Election of the EC	The EC was elected		
2022 BM 1	7	Governance	The CEO instruction was approved with amendments		