
MINUTES OF DIGNITY BOARD MEETING APRIL 21, 2022

AT BRYGGERVANGEN – 3.00 to 6.00 p.m.

PARTICIPANTS: Louise Holck, Dea Seidenfaden (*till 3.30*), Lotte Leicht, Emil Kiørboe, Manfred Nowak, Tomas Martin, Christian Balslev-Olesen, Marie Louise Nørredam,

FROM MANAGEMENT: Rasmus Grue Christensen (RGC)

GUESTS: Søren Alexander, PwC Accountant, at pt. 6

ABSENT: Camilla Rathcke, Dea Seidenfaden (*from 3.30*), Karin Hansen, Nomfundo Mogapi

REFERENT: Mette Grimstrup

1. Approval of agenda of board meeting April 21, 2022

Point 10 was discussed at 3.00 p.m., when Dea Seidenfaden was still present. Otherwise, the agenda was approved, and the meeting proceeded as planned.

2. Orientation from the Chairperson

Since the last board meeting, CBO has had a short talk with all board members concerning the future composition of the board. He shortly related that these talks had been very useful and encouraging, especially since it has been difficult for the EC to meet since the last board meeting.

The EC still works with the concrete implementation of the new CEO instruction.

In the beginning of March, a short, informal board meeting with updates on the situation in Ukraine and DIGNITY's work in the region was held. CBO praised both the meeting and the ensuing summary in writing from RGC as very interesting and relevant, also because it initiated a very important strategic discussion on DIGNITY's different roles as both a humanitarian partner and a human rights organization.

3. Orientation from the CEO

RGC presented:

Spring 2022 has been characterized by quite a heavy workload. Both Ukraine, DAPP, IAPB, and negotiations with the region have taken its toll, and RGC has simultaneously been covering for two directors on sick leave.

We expect quite a number of new Ukrainian patients in the coming months. DIGNITY is in dialogue with the National Health Authorities about the situation, and have also reached out to the Danish municipalities, offering our help.

We are working on the continuation of the IAPB, which seems quite possible. Good progress has been made in the first phase.

The new and strong agreement with the Capital Region has also fallen into place. This is a major milestone, and a big focus area for the clinic - to implement the new working model and improve the working environment.

The DAPP tender is also formally and finally settled. DIGNITY will be leading a new consortium of Danish and Arab human rights organizations for the next five years. The publication awaits the government's decision regarding the possible further cutbacks on development aid, but it is not expected that this will influence the DAPP program directly.

We are also still looking into possibilities in the Sahel region. Despite the worsened security situation in the region, it seems that there are good possibilities for starting a program on prevention and rehabilitation.

The board was very impressed with the achievements in the last months.

A more public face for the IAPB was strongly encouraged, and RGC could confirm that a new website would be launched shortly after the board meeting, including a public progress report from the platform.

The board also asked to be updated on the government's plans to externalize prison operations to Kosovo. Besides publicly debating the project, DIGNITY has also, together with the Danish Institute for Human Rights, been engaged in an internal dialogue with the Justice Ministry about the whole plan. It is very obvious that moving out the prison system and still living up to Denmark's human rights obligations is an enormous and very demanding task.

It was broadly agreed upon in the board that the Danish policy of outsourcing human rights responsibility by paying others to live up to our responsibilities is a terrible idea and attitude. Also not forgetting the lost children in Al-Hol Camps, a strong encouragement from the whole board to do all that DIGNITY possibly can, formally and informally, to change the political agenda.

4. Dispositions in EC

Projects above 4 mio. DKK approved by the EC:

- PLAN Børnefonden - Ukraine
- IAPB Phase II

The board approved of the decisions.

5. Private fundraising

RGC informed the board that DIGNITY will close down most of its more proactive campaign activity around private members (contributors). It was decided to cut down significantly on private fundraising a couple of years ago. Since then, we have focused on fundraising from private members and followers through SoMe. But even though we have demonstrated that we can attract more members and generate financial surplus, it also costs too many resources – including on our communications profile - compared to the outcome.

At the same time, we have demonstrated that we are able to generate surpluses on other activities and thereby solidify our financial situation. We will intensify work with Danish and international foundations.

We will not turn down the media presence, but only the commercial part of it. Thereby focusing on a more classic tone of voice of an expert human rights organization – in Denmark and internationally.

The board agreed on the decision.

6. Approval of annual accounts

Presentation by RGC.

The annual accounts for 2021 shows a significant surplus. DIGNITY has had less spending due to COVID 19, we have cut down on administration, and we're better at critically assessing new grants, so that all grants are financially sustainable. We have managed to secure that the overall shared expense was lowered.

It is a task in this year to increase spending, and we assume that our total level of registered income will increase in 2022.

We agree on the recommendations from the audit concerning the segregation of duties and spreading the BI competences on more people and will see to that in the coming year.

Auditor Søren Alexander (SA) presented the different papers.

Overall, there are no uncorrected errors in the financial statements. There has been a number of adjustments, both proposed by management and PwC, and all findings have been corrected. It is a recommendation that more employees become competent in the new BI-tool, that the segregation of duties is improved. And that there is a better follow-up on financial reporting from project and consortium partners.

The audit process went very well. It was bit delayed due to onboarding of new auditor and sick leaves etc.

The board praised the very clean audit, and the fact that DIGNITY once again shows a surplus.

The board also noted that overall administrative costs are going down, and spending on partners is going up. Overall, a very good development.

DIGNITY has reached the wanted level of equity (originally aimed for 2026) and the board shortly discussed whether it ought to be higher or not. It is a question of being able to deal with risks and investments – on the other hand it is not preferable for an NGO to generate large surpluses every year.

It was ascertained that no reports of any fraud had come to the knowledge of the board in 2021.

Having a new auditor on board, the board seized the opportunity to ask if he had any further comments. SA noted that it would be interesting to work towards a more sophisticated annual report that also comments on the connection with the organizations' strategic goals. As an NGO there are no demands to the report, but it is recommended that DIGNITY use the report as a tool for transparency and openness. The board agreed that we want to move further in this direction.

The board approved of the annual accounts with applause.

7. Risk Assessment 2022

By far the biggest focus in the last year has been on digital security. And it will remain a major focus area.

The board was impressed with the political analysis in the document.

It was noted that some of the scoring probably should be developed in more close cooperation with the employees. For instance, the probability of staff witnessing things that may affect them is has got a very low score (1), but due to the electronic possibilities it may very well happen.

The risk assessment will be on the agenda for the next meeting in the dialogue forum, and it was agreed upon to focus especially on this point.

8. Localization

Short presentation by RGC.

There is an increasing demand for localization from the Danish governments and other donors. This raises several strategic and organizational questions. And some very concrete: How much of our funds, staff and decision should be moved out. And how do we do it in the best way?

It will be advisable to already now start discussing how best to plan for a future with more localization.

Recommendations from the board: Do not underestimate the challenges! Focus on HR, it, financial management. Do not underestimate the complexity. Setting up head quarter models around the world is too heavy and too expensive. In countries with strong partners heavy country offices are often not very well received, as they can function as competitors and much more controlling partners than when we are located in Copenhagen.

It was recommended to map the experiences in dialogue with other organizations and local partners. And suggested if it would be possible to develop new formats? Set up 1-year-camps, working as catalysts more on the ground. Generate change in a more dynamic, flexible way? Perhaps look at other sectors – could we learn something?

It was concluded that we are in a process of learning, and open to thinking out of the box. But no doubt that we are moving in this direction.

9. Composition of the board

Following the last board meeting's discussion of the composition of the board, chairperson CBO had been in contact with every board member. There was agreement to find a well-known and strong Danish development profile. It was also important to find someone who has the will and time to get acquainted with the many complicated conditions around DIGNITY.

The survey provided a number of suggestions for names. Based on the presented criteria the EC had narrowed the list down to four suggested names.

The board agreed on the names and that it was important with people with practical field experience.

After a short discussion, the board agreed on a prioritized list and approved that the EC could go out and ask the potential board members in the order of priority.

10. Feedback from annual CEO development conversation (DUS)

Closed point. (RGC and MG not present.)

11. AOB

Suggestion about the IAPB – since Belarus has decided to assist Russia, there are several issues where this platform can use their expertise to address some of the crimes in Ukraine, perhaps an important point in continuing the platform.

Meeting	Item	Subject	Decision	Responsible	Status
2022 BM 2	5	Approval of annual accounts	The Board approved of the annual accounts 2021	Management	