
MINUTES OF DIGNITY BOARD MEETING APRIL 27, 2023

AT DIGNITY, Bryggervangen 55, Copenhagen

PARTICIPANTS: Dea Seidenfaden, Tomas Martin, Sadia Khan, Nomfundo Mogapi *on teams*, Lars Udsholt, Louise Holck, Lotte Leicht *on teams*, Marie Louise Nørredam (from 15.30), Manfred Nowak *on teams*, Anna Mette Nathan

ABSENT: Emil Kiørboe

FROM MANAGEMENT: Rasmus Grue Christensen

GUESTS: CFO Kåre Månsson, auditor Søren Alexander and Maja Bak-Jensen at pt. 5 (Approval of annual accounts), Clinic Director Mette Fløjborg at pt. 6 (New board sub-group on the clinic), and COO Morten Olesen at pt. 10 (Partnership Policy),

REFERENT: Mette Grimstrup

1. Approval of agenda of board meeting April 27, 2023

The meeting started with a presentation round and a warm welcome to the new board members, Anna Mette Nathan and Sadia Khan.

It was suggested to start the meeting with item nr 5 so as to not keep the guests waiting and let item nr 9 and 10 switch places. The agenda was approved with the suggested amendments.

2. Orientation from the Chairperson

Since the last board meeting, Dea Seidenfaden has welcomed two new board members. In February, she participated in a project mission to Liberia, and was very impressed with the work being done, both by DIGNITY's partners in Liberia and DIGNITY staff. She recommended that more "field trips" should be arranged, creating a better understanding in the board of the work being done by DIGNITY and partners, preferably as part of already planned missions.

3. Orientation from the CEO

Rasmus Grue Christensen oriented the board:

Generally, things are falling into place after a number of changes in the last few years.

A few weeks ago, DIGNITY issued a report on human rights violations in places of detention in Russian occupied territories. It received quite broad media attention, also from international media. We are in dialogue with our donors in order to continue and increase our work in Ukraine. It has increasingly become clear that DIGNITY's combination of rehabilitation and criminal justice is bringing something unique and valuable to the table.

In a few weeks we will have a pledging conference for the Belarus platform, this time for 3 years ahead. So far, response from the donors is positive, despite the strong global focus on Ukraine.

In Denmark, the government has finally decided to criminalize war crimes, including torture, in the Danish criminal code. An important milestone in promoting accountability for international crimes, and an issue that DIGNITY has advocated for, for more than 20 years.

The government's plans for transferring prisoners to a prison in Kosovo are still on the agenda for the new government, although it will probably not be implemented before 2025. DIGNITY has been very critical about the government's plan in the media and in dialogue with the ministry, but we will most probably also be involved in the independent OPCAT monitoring of the new prison.

Since the last board meeting, RGC has met with the Danish foreign minister, and a joint op-ed on accountability and the importance of human rights in Danish foreign policy is on its way.

We are still considering the premises of DIGNITY's HQ in Copenhagen, and a steering group has been appointed to handle the process.

The board thanked for the orientation. The government's Kosovo plans were discussed, and it was agreed that a discussion on this subject should be prepared for the next board meeting.

The board also suggested that DIGNITY should share important reports like the one on Ukraine with partners around the world. RGC agreed but added that it should also be considered that in some places there is some reluctance against too much focus on the European atrocities, leaving similar crises elsewhere unnoticed.

4. Disposition in the EC

Projects above 4 mio. DKK approved by the EC:

The board took note of the approvals by the EC on two new large projects on accountability.

5. Approval of annual accounts

Kåre Månsson (KM) presented the annual accounts, including the audit and accounting process, the yearly result, and main deviations from budget.

It has been a good audit and accounting process although of course influenced by the fact that almost the entire economy team was new.

The annual turnover has increased, with a net result of 5.1 mio. DKK. The board agreed to the EC's proposal to set 3 mio. DKK aside for bolstering the clinic in case of a possible decline in patient inflow in the future.

It is worth noting that the delay in the Finance Act has meant an increased focus on liquidity in the organization. Several of DIGNITY's grants have also been changed from being paid in advance to being paid in arrears, which means that in future there will be a need for a greater focus on and tighter management of the liquidity in DIGNITY.

The board thanked for the presentation. Tomas Martin asked about the segregation of the 3 mio. DKK from the 700.000 DKK earlier reserved for competence development. KM agreed that they are segregated. But it is of course a “soft” segregation, meaning that the board can choose to change it.

Nomfundo Mogapi and other board members inquired about the liquidity and whether liquidity shortages could affect partner relations. KM emphasized that even though the liquidity is less than the previous year, there is still daily liquidity for the day-to-day operations. But liquidity is now an area where we have to pay both more attention and work recourses. The fact that DIGNITY has built up equity is also a good thing in times like this.

DIGNITY has a strategy for treasure depositing which might be worth revisiting, considering the changed circumstances.

Auditor Søren Alexander (PwC) presented the audit which again resulted in a clean protocol, with a recurring recommendation to improve of the segregation of duties.

The auditors also had praise for DIGNITY’s finance team who despite being almost entirely new and having to produce what amounts to practically two annual accounts (for both DIGNITY and IAPB), they have managed to improve the quality of the report from last year.

The board asked about the recommended segregation of duties. SA confirmed that the level chosen is quite common for an organization of DIGNITY’s size, but of course always worth considering.

RGC conceded that especially when the organization is growing, the control mechanisms of course also must develop. There are other priorities for 2023, but it might be worth considering in 2024.

The board approved the annual accounts.

6. New board sub-group on the clinic

Short presentation by Mette Fløjborg, new director in the Danish Rehabilitation Clinic.

MF has since the start focused on the competence development in the clinic, creating more clarity about the possibilities. Recruitment of psychiatrists has also been a challenge, but a number of medical recruitments are now on their way. And finally focus has also been on patient intake, reaching out to different networks and creating awareness of the possibility to get free treatment, with no waiting list, at DIGNITY.

It has been some intense months, but things seem to be going in the right direction, also with the working environment.

As planned, a sub-group in the board was appointed, with the task of supporting the development of strategies for securing patient inflow in the clinic. Members of the sub-group are: Dea Seidenfaden, Anna Mette Nathan and Marie Louise Nørredam.

The sub-group's "job description" was attached in the board material, but Tomas Martin asked for some more formal terms of reference, to ensure alignment of expectations. This will be discussed at the first meeting in the group.

7. Partnership policy

Short presentation by COO Morten Olesen.

The most successfully implemented part of the Partnership policy is the complaint mechanism. As told on the last board meeting, 5 complaints have been issued, of this 1 was on DIGNITY. All have been handled according to procedures.

The Partnership policy has been launched and discussed with partners on several occasions, including the global partner workshop that DIGNITY has arranged in collaboration with partners the last two years.

The Complaint Mechanism is also the most concrete part of the policy, whereas the rest is more value based. A Partnership Policy Implementation Project (PPIP) has been established in order to follow the implementation.

The board thanked for the presentation and suggested that the implementation also included thoughts on opportunities to stand united together.

8. Review of the Rules of Procedure

Following the discussions on the board seminar in Dec. 2022, the suggested amendments to the Rules of Procedure have been reviewed by a legal advisor and hereafter reviewed again by the EC. The board was presented with the final result and had a few comments.

Suggested corrections:

2.2 "the EC continuously considers the comp of the board" is changed to "the EC is responsible to ensure that the board regularly discusses the composition of the board."

2.5 it should be made clear that when a term is coming to an end it is not the EC that decides whether a member should continue, but the chair's responsibility to investigate whether a member wants to continue.

4.9 "urgent" is added to the description.

The suggested amendments to the Rules of Procedure were approved with the above-mentioned corrections.

9. CEO's annual development interview (DUS) (closed item)

- No minutes -

Rasmus Grue Christensen and Mette Grimstrup were not present at this item.

10. AOB

If the clinic working group has met before the June meeting in the board, an update from the working group will be added to the agenda.