



Minutes of the GWI Board 2019-2022 Meeting held on 16 June 2022, 5 pm Central European Time (CET), ZOOM

Attendees: Terry Oudraad (TO), President; Louise McLeod (LM); VP Advocacy and Education; Veena Bathe (VB), VP Legal and Governance; Basak Ovacik (BO), VP Fundraising; Katharina Strub (KS), Treasurer and Stacy Dry Lara (SDL), Executive Director

Invitee: Geeta Desai (GD)

Absent: Glenda Hecksher (GH) VP Marketing

Welcome: TO welcomed all and called the meeting to order at 5:02 PM CET

Agenda: Adopted

Minutes of 2 June 2022 Board Meetings: Adopted

Conflict of Interest: None

Finances

Proposed NFA Voting Entitlement 2022-25:

KS presented NFA Voting Structure Version 3 prepared by her for discussion. The current voting structure in the GWI Constitution gives more than one vote entitlement to only 9 GWI NFAs whereas the proposed version 3 gives nearly half of the GWI NFAs entitlement of more than one vote. Large NFAs too get more voting delegates. Furthermore the total number of delegates is 94 which is a manageable number compared to the ones proposed by version 1 & version 2.

The Board approved the version 3 of the voting entitlement structure which gives more voting delegates to the NFAs having membership numbers from 1-200 as majority of the NFAs have member numbers between 1-200.

Following motion was moved for its acceptance

The Board hereby approves the Proposed NFA Voting Entitlement 2022-25, Version 3 and the same shall be placed before the 34th Triennial General Assembly for its approval in November 2022.

Moved by: KS

Seconded By: TO



Motion was unanimously passed.

Proposed NFA dues structure 2023-25:

The FinCom recommendation on the proposed NFA dues structure 2023-25 was not ready and hence could not be discussed and voted upon.

Governance:

Results of the Urgent GA Vote

Urgent GA vote results on Renew and Rebuilding of GWI and the NFAs and its implications were discussed in depth and the following was decided that -

- Board will continue to go ahead with the renewal and rebuilding activities to prepare GWI and the NFAs to undertake work for external stakeholders. Any additional revenues can only come from external sources to financially sustain the organisation
- Inform the GWI membership about the implications of the one third of the NFA's that did not weigh in on the vote and that the Board is currently trying to balance the enormous amount of work that will have to be undertaken and done, probability of its success, the extent to which budget shortfalls in the next Triennium can be covered by GWI's financial reserve and the best use of its volunteer and staff time and effort for the remainder of this Triennium and the next
- At the next Board meeting GD will make presentation to the Board of the renewal and rebuilding activities for GWI and the NFAs

Following voting particulars of GWI Urgent General Assembly Electronic Vote on Board of Officers Internal Resolutions 1 and 2, and Constitutional Resolution 1 held on 1-3 June 2022 along with the official Simply Voting results (this was shared with the voting delegates on 4th June 2022) to be shared with the GWI membership

Quorum

Particulars	NFA Nos.	Delegates Nos.
Eligible NFAs and Delegates plus Board members for GA voting as of 28 May 2022	38	55+6
Quorum one third of the eligible NFAs & delegates plus Board Members	13	19+2
Registered credentials eligible NFAs & delegates plus Board Members	24	39+6



Results of the Vote:

GWJ Board of Officers Internal Resolution

In favour **44**; Opposed **1**; Total **45**

GWJ Board of Officers Internal Resolution 1 **Approved**

GWJ Board of Officers Internal Resolution 2

In favour **44**; Opposed **1**; Total **45**

GWJ Board of Officers Internal Resolution 2 **Approved**

Constitutional Resolution 1

In favour **43**; Opposed **2**; Total **45**

Constitutional Resolution 1 **Approved**

Nominations Process 2022

Nominations Committee (NomCom):

In February the Board decided to start the nomination process after the completion of Phase II of the OD process and to recruit members for the NomCom from the steering committee as they have knowledge about GWI's ongoing renewal and rebuilding activities, understand the key priorities for GWI and the competencies that are required for a Board and Committee positions.

Accordingly letter inviting members to serve on the committee was sent and the following members showed interest

1.	Canada	Lynne Kent
2.	Mexico	Veronica Pena
3.	Paraguay	Malvina Segovia
4.	South Africa	Hazel Bowen
5.	Switzerland	Karoline Dorsch
6.	Turkey	Yasemin Donmez

Appointments to the committee will be made after receiving responses from the members of the Asia-Pacific region. Membership Committee member is considering standing for the election and hence would not be able to serve on the NomCom.

Board Job Descriptions & Committee Terms Of Reference (ToR):

The Board job descriptions and the ToR of the committees were reviewed and finalised.



The current GWI Board has developed Job descriptions for VP Education and VP Projects and Terms of Reference for the Governance Committee as well as updated the Job descriptions for all the Board positions and the Terms of Reference of the Committees for the next triennium.

VB will develop the biographical data form for the Governance Committee as well as update the biographical data forms for the Board of Officers and the Committees.

Call for Nominations:

Circular of the call for Nominations to the GWI Board and Committee positions will be sent on **1 July 2022** with deadline of **15 Aug 2022** to receive the nominations from the NFAs. This will be the only call for nominations and will have links to the Board job descriptions, ToR of the committees and the Biographical data form for the Board and committee positions.

The NomCom will screen candidates for GWI Board positions and GWI Committees for the triennium 2022-2025 and make recommendation to the Board of the best suitable candidates that meet the criteria for nominations to these positions **by 18 Sept 2022**

Orientation of the Committee members will take place on any day between 1 July and 15 Aug 2022.

Next Board Meeting: Next Board meeting will be held on 30 June 2022 at 5 PM CET

Meeting Adjourned 8:37 PM CEST