

WSUP Board Meeting
Coin Street Community Centre,
4th June 2015
Agenda Item B0820-1

Participants

Birch, David (Independent)
Day, William (Chair)
Jager, Folkert Jan (Vitens Evides International)
Kruger, Rupert (Thames Water)
Marmot, Rebecca (Unilever)
McCummiskey, (Borealis & Borouge)
Menon, Girish (WaterAid)
Mitchell, Ed (Independent)
Parker, Alison (Cranfield)
Scott, David (Independent)

Apologies

Lochery, Peter (CARE)
Thomas, David (Mott MacDonald)

In Attendance

Bacon, Nathan (Secretariat)
Bleakney, David (Secretariat)
Gunstensen, Paul (Secretariat)
Hayward, Tim (Secretariat)
Jeffery, Neil (Secretariat)
Norman, Guy (Secretariat)
Walsh, Anne (Secretariat)

Minutes & Action Points

1.1 Welcome/Apologies

Will Day (WD) welcomed the Board to the meeting.

1.2 Approval of last meeting's minutes & actions update

The minutes from the February Board Meeting were unanimously approved and there were no matters arising.

1.3 Approval of the meeting's agenda/matters arising

The agenda was unanimously approved

1.4 Register conflicts of interest

Ed Mitchell (EM) mentioned that WSUP had hired a member of his staff, Andrzej Nowosielski (AN), from the Environment Agency. Ed confirmed that he was not involved in any way with the recruitment process.

1.5 Company Secretarial & Membership

Mott MacDonald's membership of WSUP and the Board was confirmed.

The Board approved the appointment of Chris Wilde (CW) as Company Secretary.

The Board ratified the appointment of Philipp Naderer (PN) as a member of the Finance & Audit Committee and approved the access to information and voting rights of Non-Board Director Sub-Committee members. In the event of a confidential issue being discussed at Board level, information could be redacted accordingly for Sub-Committee members. **[Action – David Bleakney (DBI) would check the terms of reference and whether they needed to be redrafted.]**

The Board discussed nominations for membership for the Risk Committee; Neil Jeffery (NJ), CW, PN were all suggested. **[Action – NJ would seek further volunteers for this]**

The Board noted the creation of WSUP Advisory CIC, and discussed the ongoing creation of a WSUP charitable subsidiary.

The Board approved the removal of all past employees and the addition of CW as signatories across all bank accounts.

The Board approved and ratified the opening of four new bank accounts in Bangladesh & Mozambique. There was detailed discussion regarding present financial systems and the need to make them more streamlined and operational.

The Board approved access to online bank accounts to named individuals.

The Board noted no new credit cards have been issued since the last Board meeting.

The Board discussed authority levels regarding contracts & the commitments, and mechanisms by which we can ensure better accountability and more appropriate sign off levels. New authority levels were signed off by the Board in line with the proposal presented to them.

The Board also discussed the most appropriate process to approve WSUP Advisory contracts, and up to what level the WSUP Advisory Board has delegated authority. **[Action – NJ & David Birch (DB) to suggest a proposal to be discussed by the Board]**

The Board then discussed establishing processes regarding delegation of the CEO's authority in his absence or death. **[Action – NJ to clarify what measures and procedures need to be put in place to delegate authority in the event of his absence or death.]**

The Board discussed the implementation of the Business Ethics policy. **[Action – CW to take forward]**

The security and safety of WSUP staff was discussed, including the steps WSUP were taking towards this. It was confirmed that a 'Health & Safety' committee had been established with strong support from Nicola Carter (NC) and NJ. The Board recognized that staff safety was an issue of paramount importance, and commended and were encouraged by the significant progress made.

2.0 CEO Report

NJ updated the Board on the recent funding successes, in particular those connected to bridge funding to smooth the transition from the present business plan 2012-2015 to the new business plan 2016-2020, as well as resources destined directly for the new plan.

NJ noted that with the start of CW as Director Finance & Resources the organization should see a period of great internal stability.

As noted previously a global Health & Safety committee has been established and NJ confirmed that he had e-mailed the minutes of the last meeting to all employees.

NJ paid tribute to the hard work of NC as the new HR Manager in establishing HR procedures and protocols and reiterated the increasing attention now given to this issue in WSUP.

NJ described the developments in M&E metrics that have taken place over the last few months, which will allow the organization to more accurately measure success and demonstrate achievement.

NJ commended Guy Norman (GN) for the work he has developed on the Public Finance initiative and Master Class.

The Board noted the advancements related to institutional development, financial management, risk management & communications. The Board noted progress against the WSUP 2012-15 Business Plan.

Girish Menon (GM) thanked NJ for an excellent CEO report. He welcomed the focus on talent management and staff development, which he regarded as particularly important in a growing organisation such as WSUP. He was impressed by finance mobilized figures (SO3 figures) in the report. He also mentioned the positive profile WSUP enjoyed at AfricaSAN.

Tim Hayward (TH) clarified that payments were behind on the SWIFT contract in Kenya. The Board discussed the risk around this PbR contract.

2.1 Funding Report

The Board noted the positive update on funding from Paul Gunstensen (PG).

Bridge Funding for the next financial year has been confirmed from Stone Family Foundation, as has the Mulago Foundation funding. Detailed discussions have also taken place with the Vitol Foundation who have indicated their interest in providing bridge funding.

PG described the additional on-going work with other funders.

The resourcing issues previously facing the Partnership & Development team are now being alleviated.

PG spoke about the on-going work with the Finance & Resources team to better coordinate contracts.

2.2 WSUP Enterprises, WSUP Advisory

The Board noted the progress on WSUP Enterprises.

NJ explained that SmartLife are now back in business having achieved full regulatory compliance. The Board welcome this news and discussed the need for all WSUP subsidiary businesses to comply with local regulatory requirements.

The Board noted the progress against the WSUP Advisory Business Plan.

The permanent WSUP Advisory MD, Robert Martin, starts on 10th August. WSUP Advisory is actively looking for more contracts.

WSUP Advisory is keen for financial information to be produced more rapidly.

2.3 Audit Committee Report

David Scott (DS) recognised the work of DBI & David Woodbine (DW) but was also looking for progress to be made as soon as Chris Wilde (CW) starts work in June.

DS discussed the systems issues facing finance, and the need to simplify and streamline financial reporting systems as soon as possible.

The Board recognised the size of the challenge facing WSUP in terms of financial reporting, and thanked the staff for their efforts to date to manage this. They also requested that close attention to be paid to the issue going forward, particularly with respect to production of accurate and timely internal financial analysis. NJ concurred that this was a critical priority for the organization and reiterated that we now have the resources, including specifically allocated bridge funding and the skills, especially with the appointment of CW, to make significant progress.

2.4 Resources Report

The Board noted the progress on Finance & Resources that was taking place.

DBI mentioned the transitional phase that the Finance & Resources team is in, which he is focused on managing. DBI discussed the complexity of the systems used and the need to improve them. WD thanked DBI for his contribution in challenging circumstances.

The administrative team are overseeing the office move.

NJ discussed the further resources that have been secured for finance, and further advancements that are required, both in terms of systems and personnel.

Finally, the Board congratulated GM on his appointment to the post of CEO of Action Aid UK. They expressed their gratitude for all his hard work on the WSUP Board over the years.

3.0 WSUP Strategic Plan 2016-20

NJ & PG presented on the next stage of development of the 2016-2020 Business Plan, using a presentation from their recent West Coast fundraising tour. The Board gave feedback on the concepts presented and noted with positive interest the development of the Innovation – Incubation – Commercial Scale Up framework. PG described the role of innovation in the organization going forward, for which we have specific support from new funders, such as the Mulago Foundation.

NJ additionally discussed the progress being made with internal communications.

3.1 Preparation for 2016-20: Human Resources Strengthening

NC presented on the Human Resources (HR) vision and strategy for WSUP, which had previously been discussed and agreed at SMT. The Board received the presentation well and welcomed the new focus on HR and talent and personnel management. The Board encouraged discussion on how best to strengthen and embed WSUP values across the organisation.

3.2 Preparation for 2016-20: WSUP Advisory Strategic Role

Timothy Hayward (TH) presented on the USAID contract in India that WSUP Advisory are undertaking. The Board discussed the economics of the contract and were interested to understand the possibilities to identify a profit on this type of contractual arrangement. The Board discussed the bureaucracy of India in relation to our previous experiences there. Additionally the Board discussed how best to ensure that WSUP Advisory continues to operate utilizing the best expertise and experience from WSUP core countries; the value of induction and training were highlighted.

The Board delegated the signing of the contract to NJ, given that the value of the contract is over £1 million.

3.3 Any Other Business:

The next Board meeting will be held at WSUP’s new office’s on 20thAugust. This will be followed by an evening reception where Board members will have the opportunity to meet and engage with the WSUP staff.

Acknowledged as a true and accurate record of the meeting:

Signed	
Name	