



Management Board Meeting

08 April 2014, 20:00 UTC

Record of Discussion

Location: GoToMeeting

1. Welcome & Apologies

MB Chair noted absences and welcomed the group, particularly the new Head of Finance, who was attending her first MB meeting. He said the meeting would focus on preparations for the series of meetings at the end of the month in Copenhagen. He said he had asked MB members to send queries and comments ahead of time, and he had received some from 2 MB members, which had been addressed by the CEO.

2. Conflicts of Interest

None declared.

3. Minutes of last meeting

Decision 1 Minutes of Feb 18 were approved without comment.

4. Minutes of the electronic vote

Decision 2 Minutes of the electronic vote for the Implementation SIG were approved without comment.

5. Matters Arising

No comments.

6. Chairman's Address

MB Chair noted the new membership of India.

CEO provided some updates on discussions with new Members Portugal and India.

7. Discussion of the GA/MB package

CEO referred to the draft GA/MB Package that had been distributed to the MB before the meeting. He said he wanted to provide a good overview of where we stand from the activity, risk and financial perspectives, and he wanted the meetings to use time efficiently. The main bulk of the MB and GA/MB discussions would involve customer relations/Back To Green, deliverables from 2013,

proposals for 2014, progress and risks in those areas for Q1, and corporate KPIs. CEO also said that the GA Chair had asked that the CEO speak to the closed GA on the first day of the meeting.

7.1. Changes to the budget process

After the current meeting, CEO said, he would send the MB proposed changes to the budget process. The document had not been sent in the package because it had not been reviewed by the Finance Committee before the package had gone out.

He said he was proposing to shift the compilation of the budget so that the MB provides the priorities and guiding principles, the Management Team then puts together some operational principles, and those are then given to the Member Forum. The desire is to get, rather than 60-70 work plan items, a smaller number of projects that can be tracked as projects. Smaller projects would be absorbed into business as usual and tracked there to ensure they get done. This would streamline our operations, provide more rigor around how we do things, and offer a better level of accountability.

7.2. Content slides for GA/MB

MB member congratulated CEO on the new KPIs. He said some of the content slides needed to be adjusted to include additional areas of ongoing work.

7.3. Revising some of the wording in the GA/MB agenda

MB member suggested changing the wording in the agenda to ensure that it mirrors the wording in the Articles of Association.

7.4. Revising the content and format of the various meetings around the GA

The MB discussed how the content of the various meetings at the end of the month (particularly the closed MB meeting, the closed GA meetings, the GA/MB meeting, and the open General Assembly meeting) would be structured so as to avoid duplication and repetition while still maximizing clarity and minimizing confusion. There was a feeling that everything possible should be put in open sessions for greater transparency and openness.

7.5. Revisions to the budget process

On budget, work plan, and large vs. small projects, the MB felt that the CEO should have discretionary power to run projects under a certain size without going for formal approval from the MB.

7.6. GA/MB communications and GA Chair changes

The MB discussed how, with a growing membership, the GA/MB meetings were getting increasingly large, and communication in such a forum would become increasingly difficult. Again it was suggested to move as much as possible to open session.

7.7. Finance

CEO said the bottom line from the audit was a clean bill of health. He said the organization was working on Affiliate Licensing issues, which would result in additional fees owed coming in. MB Chair thanked the CEO for looking into the Affiliate Licensing issue. CEO thanked the Head of Finance for her work on financial processes and for making good recommendations.

Decision 3 The MB then voted to approve the annual report and audit and send it to the GA for approval. The motion was carried unanimously.

8. Adjournment

MB Chair thanked the participants and asked them to get in touch if anything else comes up. The meeting adjourned at 21:00 UTC.