

IPPF BOARD OF TRUSTEES MEETING
Held virtually 14 & 15 March 2024

DRAFT MINUTES

Present: Trustees	In attendance:
Aurélia Nguyen	Alvaro Bermejo, Director-General
Daren Paul Katigbak	Eugenia Lopez Uribe, RD, Americas & Caribbean Region
Elizabeth Schaffer	Fadoua Bakhadda, RD, Arab World Region
Hayathe Ayeva	Lucy Fernie, Director, People, Organisation & Culture
Isaac Adewole	Marie-Evelyne Petrus-Barry, RD, Africa Region
Jon Lomoy	Micah Grzywnowicz, RD, European Network
Karina Vartanova	Mina Barling, Director, External Relations Division
Kate Gilmore (Chair)	Tomoko Fukuda, RD, ESEAOR
Patrick Mwebesa	Varun Anand, Director, Finance & Technology Division
Rada Valchanova (day 1)	
Rose-Marie Belle Antoine	Achille Togbeto, Director, Governance & Accreditation
Sami Natsheh	Aileen McColgan, Honorary Legal Counsel
Surakshya Giri	Estelle Wagner, Staff Association Committee (SAC)
Ulukbek Batyrgaliev (Vice Chair)	Eleanor Phelan, Minute Taker
Apologies for absence	Sessional attendees
Manuelle Hurwitz, Director, MA Development & Impact	Casper Erichsen, Director Strategy & Planning (item 6)
Rada Valchanova (day 2)	Vanessa Stanislas, Director of Safeguarding and Incident Management (item 10)
Rosa Joyce Ayong-Tchonang	

WELCOME

Kate Gilmore, Chairperson, welcomed everyone to the IPPF’s Board of Trustees (BoT) virtual meeting, extending a special welcome to new Trustees: Daren Katigbak, Rada Valchonova and Karina Vartanova.

The Board **noted** Tributes in memory of staff and volunteers whose lives had passed since the last meeting. The Chair specifically mentioned the unexpected loss of Mr. Alphonse Ndotiga, Executive Director of the MA in the Central African Republic, acknowledging his significant contribution to IPPF. The Board paused for a minute’s silence to remember and honour the lives of those no longer with us and to give gratitude for their contributions to the Federation’s work.

The Chair acknowledged the extremely challenging global landscape. She emphasised the importance of moments of celebration and hope, and anticipated the meeting would encompass both challenges and achievements in advancing sexual and reproductive health and rights in a rapidly changing world.

1. PROCEDURAL ITEMS

1.1 Appointment of new Trustees

The Chair reminded the Board of the GA confirmation of three new Trustees and invited Daren Katigbak, Rada Valchonova and Karina Vartanova to introduce themselves.

In response to a question from a Board member, the Director, Governance & Accreditation clarified the process for confirming new Trustees: the NGC recruited, the BoT appointed, and the General Assembly confirmed electronically, when they did not meet. The electronic confirmation of the new Trustees by the General Assembly had taken place in January 2024, granting them full membership on the Board, and Trustees had been notified. The Chair noted that recruitment processes were ongoing, with the anticipation of new Trustees being identified, if not fully appointed, by the June 2024 BoT in-person meeting. She thanked the Secretariat for its support of the NGC and commended the NGC's leadership in impartial and independent recruitment efforts, vital for strengthening the Board.

*The Board **noted** the progress made by the Nominations & Governance Committee on the recruitment exercise.*

1.2 Apologies for absence

Apologies for partial absence had been received from Rada Valchanova, who due to other commitments would join the meeting on the first day only. The Board noted that Rada Valchanova's proxy had been passed to Surakshya Giri for 15 March.

The Chair noted that Manuelle Hurwitz, Director, MA Development & Impact, would be unable to attend due to a sudden, unexpected loss in her family. The Board expressed full commiserations and solidarity with her during this difficult time.

The Board received news regarding significant internet disruptions in West and Central Africa due to a severed fibre optic cable in the ocean. Consequently, Rosa Joyce Ayong-Tchonang was prevented from attending and sent her apologies.

The Chair acknowledged that those observing Ramadan may leave the meeting earlier.

1.3 Approval of the Minutes of the previous meeting

*The Board **adopted** the Minutes of the meeting of the Board of Trustees held on 23 & 24 November 2023, as a true and accurate record.*

1.4 Update on Matters arising from the Nov meeting (in writing only)

*The Board **noted** the progress of items agreed at the November 2023 BoT meeting: in writing only.*

Adoption of Agenda and Timetable

*The Board **adopted** the agenda and timetable for this meeting, noting minor adjustments in timings to facilitate presentations and the inclusion of items 3.1a and 3.1b on the Director-General's Performance Development Review 2023 and Objectives 2024, as well as an item under Any Other Business on the Draft Resolution of the additional draw down of funds from the Strategy Stabilisation Fund.*

2. STATE OF OUR WORLD

The Board had received a report titled 'The State of our World and Implications for IPPF', under paper no. BoT/03.24/DOC 2, which built on discussions facilitated by the Chair at the Directors' Leadership Team (DLT) retreat in January 2024.

The Director-General highlighted profound changes occurring worldwide, with significant challenges across human rights, climate, security, and the economy. Key implications included addressing increasing inequality by creating a more agile organisational structure, diversifying funding sources, investing in a commercial unit, engaging proactively in anticipated sector consolidation and IPPF's growing role in humanitarian response. The Director-General emphasised the importance of being bold for values and IPPF's charter, embracing changes in science and technology while ensuring accurate dissemination of information. With a global leadership crisis, IPPF's voice is more important than ever, necessitating the development of feminist management, continuation of youth engagement, and preparation for the key upcoming transitions of a new Director-General in 2025 and a new Chair of the BoT in 2026.

Board members commended the thought-provoking paper and during discussion, highlighted the unpredictable nature of the geopolitical landscape, emphasising the need for agility, adaptability and rapid learning in response to evolving circumstances.

The conversation underscored the significance of both challenges and opportunities. IPPF's greatest strength is in the emerging world; an advantage to be leveraged. A Board member highlighted untapped possibilities for cooperation with the private sector while another noted global life expectancy is in decline for the first time in 30 years. Board members recognised the importance of intersectionality including issues faced by sex workers, drug users, and HIV-affected communities. The Vice Chair emphasised utilising opportunities like the 2024 UN Summit for the Future for advocacy. Despite huge instability, it was crucial to maintain resilience and to continue the change-oriented work of IPPF.

The DG emphasised the importance of short-term emergencies and long-term goals simultaneously, and of maintaining this balance, particularly when managing tight budgets and human resources.

A Board member commented on the consequences of the weakening multilateral system, highlighting regionalisation. The DG reflected on the disconnect between global discussions and regional concerns. He emphasised the need to listen attentively and adapt to regional perspectives.

A Board member reflected on the outbreak of Mpox in the Democratic Republic of Congo and emphasised the importance of public awareness of the disease, particularly given its impact on marginalised communities.

Board members also discussed key implications regarding income, financing and resource mobilisation versus prioritisation and the importance of the organisation's ability to effectively communicate its results. A Board member highlighted the opportunities offered by new technologies and innovation. A Board member noted the need to support MAs navigating diverse political landscapes, including the stress many people were facing due to armed conflict, including in Gaza, Israel, and the West Bank. The Board noted the importance of prioritising the well-being for staff and volunteers at this time.

The Chair thanked Board members for a rich and valuable discussion. The Director-General also thanked the Trustees and **agreed** to incorporate key reflections into the report, which would be used in future presentations and to generate discussions with MAs.

*The Board **noted** the updates from the Director-General.*

3. ACCOUNTABILITY

3.1 Chair's and DG's Progress Report

The Board had received the Chair's and Director-General's Progress Report, under paper no. BoT/03.24/DOC 3.1, and the DG's Objectives 2024 and Performance Development Review 2023, as detailed in papers BoT/03.24/DOC 3.1a and BoT/03.24/DOC 3.1b. This item was chaired by Vice Chair, Ulukbek Batyrgaliev.

Board members expressed gratitude to the DG for the reports and commended him specifically for his outstanding efforts in aligning the Secretariat.

A Board member proposed the Objectives 2024 document incorporate a section focussed on internal leadership. The Director-General highlighted the model of distributive leadership: for instance, Act With Youth was being led from the DLT by Eugenia Lopez Uribe, Regional Director ACR, and the DHI agenda, particularly because of its service delivery implications, and the importance of getting the MAs involved, was being led globally by Manuelle Hurwitz, Director, MA Development & Impact. The DG **agreed** to amend the document's wording to reflect 'support leadership of others,' as suggested.

The DG explained that discussions were still ongoing regarding core funding from Sweden for 2024-2026. While uncertainty remained, plans had been made based on the scenario of a SEK45Mn / year allocation. That cut was expected to be set-off, to a degree, by a potential additional grant from the Netherlands as well as the potential WISH restricted grant.

The Director-General **confirmed** that he would distribute the Kalavai concept note, the DHI framework, and the progress made on identity and charter, as requested, particularly for the benefit of newly appointed Trustees.

*The Board **noted** the Chair's and Director-General's Progress Report.*

3.2 Update on preparations for the General Assembly 2025

The Board had received an update on preparations for the General Assembly 2025, as detailed in paper no. BoT/03.24/DOC 3.2. This item was presented by Tomoko Fukuda, Regional Director, ESEAOR.

The Board had approved holding the 2025 General Assembly in the East, South East Asia & Oceania Region (ESEAOR). Subsequently, Bali, Indonesia had been selected as the location, based on the strong presence of the Indonesia MA (IPPA/PKBI), costs, ease of visas, availability of venues near the international airport etc.

Three potential venues had been visited, and The Grand Hyatt, Bali Nusa Dua had been selected due to its capacity, discounted room rates, exclusive use of conferencing venue and scenic location for 16 – 22 November 2025.

The Board was informed that the International Conference on Family Planning would take place in Colombia the week prior to the General Assembly in 2025, and therefore those attending both would need to travel from Colombia to Indonesia.

The Vice Chair thanked the Regional Director, ESEAOR and her team for all their efforts in preparing for the General Assembly 2025.

*The Board **noted** the updates.*

4. BOARD 2024 PRIORITIES AND GOVERNANCE

4.1 Board Work Plan

The Board had received the updated Board Work Plan, under document no. BoT/03.24/DOC 4.1.

*The Board **noted** the progress of the Board Work Plan.*

4.2 Review of Governance Calendar

The Board had received the updated Governance Calendar 2024, as detailed in paper BoT/03.24/DOC 4.2.

The Vice Chair inquired about in-person meetings for Committees. Elizabeth Schaffer, Chair of C-FAR stated that C-FAR had already held a face-to-face meeting. The Governance Calendar should include revised dates for the C-FAR meetings.

*The Board **noted** the updated Governance Calendar for 2024 (as amended).*

4.3 Appointment of Board Committee Members

The Board had received an update on the appointment of new Board Committee Members, as detailed in paper BoT/03.24/DOC 1.1 & 4.3.

*The Board **noted** the progress made by the Nominations & Governance Committee on the recruitment exercise.*

5. C-SIP REPORT

The Board had received the C-SIP Report, under document no. BoT/03.24/DOC 5. The report was introduced by interim Chair of C-SIP, Aurélia Nguyen, and an update on the Gender Policy review was presented by Regional Director, European Network, Micah Grzywnowicz.

The interim Chair of C-SIP noted that members had reviewed the C-SIP Work Plan and its alignment with the BoT Work Plan. The meeting then focussed on the review of the Gender Policy. The importance of the process itself was emphasised, drawing parallels to the development of IPPF's Sex Work Policy.

Regional Director, European Network, provided an update, highlighting the importance of inclusivity, innovation and boldness in the policy making process aimed at incorporating diverse gender perspectives and indigenous identities into the policy, viewing gender development through a decolonising lens. This approach could also help in framing arguments when faced with opposition from anti-gender and anti-rights movements, which often criticised gender initiatives as Western agendas.

Conversations on the policy review would be held at regional forums in 2024, with collaboration across IPPF, involving Safeguarding, the Inclusion and Gender Steering Committee, and global leads on Inclusion and Gender. The process would also look to effective implementation, providing a structured roadmap with clear tasks, timelines and responsibilities to facilitate that.

The Vice Chair expressed gratitude for the comprehensive report and the Chair thanked C-SIP and the Regional Director, European Network.

*The Board **noted** the progress made by the C-SIP.*

6. STRATEGIC FUNDING UPDATE

The Board had received an update on Stream 2 funding, as detailed in paper no. [BoT/03.24/DOC 06](#). Casper Erichsen, Director, Strategy & Planning was welcomed to the meeting and presented this item, highlighting the learnings from the implementation of the consortium channel, under Stream 2, between 2021 and 2024.

Numerous challenges had been faced, but still the consortium model had been deemed a success. There had been remarkable interest and uptake among MAs and it had helped to create new thematic pathways, break down silos and disrupt power dynamics between the global north and global south. Efforts were underway to further improve the consortium channel - simplifying tools, reducing reporting requirements, and finding better ways of collaborating multilaterally. However, there remained a need to find the right balance between bureaucratic procedures and the pioneering, transformative action called for.

The 2022 gender transformative youth programming had not delivered the intended outcomes, being more siloed across national levels than anticipated. The Vice Chair recalled the BoT's commitment to invest in young people and guarantee a percentage of overall funds for working in solidarity with youth, a resolution taken by the BoT after the 2022 General Assembly and reflected as a priority in the BoT Work Plan. The Director-General stressed that investing in youth absolutely remained an organisation-wide priority. He clarified that after having identified issues with the consortium on gender transformative youth programming, a portion of the funding had been reallocated to the sex work consortium, to replenish funds that had previously been cut. The Director, Strategy & Planning added that the youth consortium was one of many initiatives, mentioning the development of a youth connect platform in Uganda, a Stream 2 initiative, and plans to open this up to different languages and ensure its continuation after funding ended.

During the discussion, Stream 2 and 3 were clarified as follows:

- Stream 2: a) consortium channel, b) rapid response, c) centres & funds
- Stream 3: humanitarian response

Under Stream 2 each Regional Director could allocate up to three grants of maximum US\$30,000, designed to enable a rapid response to opportunities. As the term 'rapid response' tended to be associated with humanitarian crises, these grants were often referred to internally as 'opportunities grants', even though the official name remained as 'rapid response'. As most Stream 2 funding was allocated to the consortia, the report focused on this component.

The DG emphasised the invaluable learning opportunities provided by the consortium channel. Board members discussed the complexity of consortia, stressing the importance of collaboration, strategic planning and finding strength in diversity. MAs

working together in solidarity across regions, countries, continents and contexts, collaborating in meaningful ways in thematic areas, had been a significant success of the consortium channel. This shift towards horizontalism represented a crucial aspect of decolonisation, moving beyond rhetoric to tangible action.

The Chair of RATC expressed enthusiasm about the progress of Stream 2. On behalf of the Board, the Chair extended gratitude to the Director, Strategy & Planning, the Director-General, and all staff members who contributed to facilitating a culture of learning and growth within the organisation.

*The Board **noted** the progress in implementing Stream 2 funding.*

7. PROGRAMME UPDATE

The Board had received the Programme Update, under paper no. BoT/03.24/DOC 7. The Director-General thanked Manuelle Hurwitz, Director, MA Development & Impact for having prepared the update and, in her absence, gave a brief introduction.

The Director-General recalled the significant changes stemming from the 2023 strategic realignment of the Secretariat. This update focussed on the new cross-Federation structure designed to narrow the gap between the Secretariat and the MAs, with the newest role being the Architects of Cooperation (AoCs). There were currently 27 AoCs, averaging 4.5 per region, each supporting between five to eight MAs. AoCs advocate for their assigned MAs within the Secretariat, aiming to shift the dynamic from one where demands were placed on MAs to one where their needs and voices were at the centre of the Secretariat's work. The AoCs recently completed their formal induction in Nairobi. The initiative and progress made in a short time were commended by the Board.

The term 'Architects of Cooperation' was discussed, noting also that the entire teams of the regional offices could be seen as 'Architects of Cooperation'. A Board member emphasised the need for cost-effective and careful management of the initiative. The Director-General confirmed that RDs served as overall leads, with AoCs in more junior positions. Key performance indicators for AoCs in 2024 included visiting all assigned MAs, contributing to business planning, maintaining the MA dashboard, and being evaluated on their specific technical or thematic speciality. MAs would also provide feedback. The DG recalled the commitment that the aligned Secretariat would not exceed the cost of the former one. The shared service unit in Delhi now managed all finances and was less expensive, allowing new positions without increasing the overall cost of the Secretariat. It was also clarified that all AoCs were situated within regional offices, and some AoCs originated from MAs themselves.

A Board member mentioned that many international organisations similar to IPPF struggled to become more MA-centric, noting that while the current step may not be radical enough, it is a necessary first step for both a redistribution of power from the centre, and a cultural shift. MAs too have their own journey in redistributing power between themselves and those whom they serve. IPPF is a movement to serve people, and MAs were likely to have a better understanding of the needs on the ground than colleagues in the Secretariat.

The Vice Chair thanked the Board for a rich discussion. It was **agreed** there would be a further update at the next BoT meeting in June 2024.

*The Board **noted** the update.*

8. MEMBER ASSOCIATION ISSUES

The Board had received an update on Member Association issues, under document no. BoT/03.24/DOC 8. Achille Togbeto, Director of Governance & Accreditation, advised that membership issues had been shared electronically in late January 2024 with the Membership Committee, who had voted unanimously to submit the recommendations, reviewed during Accreditation Phase 3, to the BoT for approval.

*The Board, as per the recommendation of the MC, **approved by consensus** the re-accreditation of the following MAs as Full members of the Federation:*

- *China Family Planning Association*
- *Indonesian Planned Parenthood Association*
- *Vietnam Family Planning Association*

*The Board, as per the recommendation of the MC, **approved by consensus** the expulsion of the Caribbean Family Planning Affiliation from IPPF membership.*

*The Board, as per the recommendation of the MC, **approved by consensus** the expulsion of the Asociación Demográfica Salvadoreña (El Salvador) from IPPF membership.*

The Regional Director, ACRO, explained that IPPF's footprint in the Americas and the Caribbean Region was being rebuilt, with efforts being made to address gaps in communities served, including LGBTQI+, Jews, sex workers, and midwives. Currently, there were 26 MAs and collaborative partners, with new MAs being brought in through a collaborative process with the MC. Over the past two years, five new MAs had been added, with others in different stages of application. She mentioned that the CFPA was a regional entity, undergoing an emancipation process, allowing affiliates to become MAs of IPPF.

The Director-General commended ACRO, particularly Regional Director, Eugenia Lopez Uribe, for their outstanding work.

A Board member raised a query regarding the timeline for MAs in the third cycle of accreditation, considering the majority were already in the fourth cycle. In response, Director, Governance & Accreditation explained that a one-year gap had been built in between two phases, with only one remaining for recommendation at the June BoT in-person meeting.

The Chair congratulated the Director, Governance & Accreditation and his team for their excellent work and momentum achieved.

9. FINANCE

The Board had received the C-FAR report under paper nos. BoT/03.24/DOC/9.1-9.3, which included the C-FAR Chair Report, Management Accounts 2023 and Draft Procurement Policy. This item was presented by Elizabeth Schaffer, C-FAR Chair, with additional information from Varun Anand, Director, Finance & Technology Division. This item was chaired by the Vice Chair.

9.1 C-FAR Report

*The Board **noted** the C-FAR report.*

9.2 Management Accounts 2023

The Board reviewed draft statements on the performance for the fiscal year ended on 31 December 2023. Preparations for the audit were already in progress. Year end balances in the draft statements would undergo final adjustments based on auditors' comments. The completed audit report would be presented for adoption at the June in-person BoT meeting.

The C-FAR Chair introduced the three types of funds at IPPF – unrestricted, designated, restricted - and presented the draft year-end numbers which included budget (Q4 forecast and revised budget) versus actual income and expenditure and balance sheet as on 31 December 2023.

Unrestricted Funds

Unrestricted funds were to be used for any legal purpose at the organisation's discretion. IPPF endeavoured to hold US\$20-25 million in unrestricted funds as an operating reserve, a goal currently met. The C-FAR Chair confirmed a surplus of US\$10.3 million in 2023, which exceeded both the budgeted surplus of US\$6.3 million and the Q4 forecast of US\$4.3 million. Director, Finance & Technology Division explained the surplus reflected additional income from restricted projects on account of overhead recoveries not forecasted, and better than expected donations from individual giving and certain core grants, totalling approximately US\$3.8 million above projections. On the expenditure side, savings had been achieved through cost reductions by staggering of employment in the realignment process, some grants not released due to MA suspensions or expulsions, and delays in bringing MAs on board within 2023. Several are now on board and funds have been released to them in 2024.

Designated Funds

Designated funds were funds set aside by the Board for specific purposes, typically extending beyond a single fiscal year. At the end of each year, the BoT made decisions regarding whether to add to or to withdraw from these funds to account for the financial activities of that year. Although the initial plan for 2023 had been to use US\$13.6 – 14.8 million, only US\$11.8 million was utilised, which could be seen as bearing relation to the better-than-expected core unrestricted funding.

Restricted Funds

The drawdown from restricted funds, allocated by donors for specific purposes, was US\$65 million, slightly below the Q4 forecast of US\$67.7 million. Board members asked about the surplus of restricted funds, and whether this could be perceived negatively by donors. Director, Finance & Technology Division explained there are delivery challenges but emphasised all restricted projects are reviewed quarterly at the DLT level. Improved data tracking and automation were helping fund management, with balances tracked by project within the delivery timeframe. No-cost extensions were not seen favourably. The DG also noted that the drawn down amounts may not accurately reflect the extent of project implementation due to factors such as multi-year projects and differing fiscal timelines of donors. The C-FAR Chair highlighted that while the organisation strived to utilise funds maximally for impact, lower drawdowns also offered greater flexibility in the future.

The Chair of C-FAR concluded that as of 31 December 2023, IPPF was in a strong financial position, with almost US\$100 million in funds available for current and future operations. The Director, Finance & Technology Division clarified that the Revaluation Reserve was a non-cash evaluation of land and assets. The US\$12 million was a consolidated position of the London office, the ESEAOR in Kuala Lumpur and the

European Network in Brussels. He added that a re-evaluation of all assets would take place in 2024 and the Revaluation Reserve adjusted if necessary.

C-FAR had recommended certain designations, involving transferring unrestricted funds into Board designated funds for specific ongoing and planned projects.

*On recommendation of the C-FAR, the BoT **approved** for designation the following amounts from surplus as on 31st December 2023:*

- i. Global Consortium for sex workers initiatives (2024) US\$1,000,000*
- ii. Global Consortium on HIV (2023) US\$300,000*
- iii. Regional forum and policy consultation US\$500,000*
- iv. General Assembly (2025) US\$400,000*
- v. General Assembly (additional funding required) US\$400,000*
- vi. Identity (Charter & Rebrand) US\$500,000*
- vii. Strategy Stabilization Fund for KALAVAI + Population on the move US\$900,000*

Draft Procurement Policy

- 9.3 The C-FAR recommended the BoT approve the Draft Procurement Policy. In response to a question, it was clarified that IPPF policies undergo review every two years and **agreed** to add the review periodicity into the policy document, as suggested.

A Board member asked about the main issues addressed by the new policy. The Director, Finance & Technology Division stated a key change had been that an overarching, standardised policy was being implemented for the whole Secretariat for the first time. Prior to this, each office had had their own procurement policy or manual. Another important change was the separation of the procurement policy and procurement manual.

- a) On recommendation of C-FAR, the Board **approved** the procurement policy.*
- b) On recommendation of C-FAR, the Board **approved** a request to allow C-FAR to work with the IPPF Governance team to identify areas where it could take on additional financial governance responsibilities in relation to some of the operational areas, keeping the Board intimated about all its actions.*

The Board thanked C-FAR for taking on the work at point b) above and looked forward to hearing a progress report in due course.

The Vice Chair requested an update on spending following the Board's youth resolution made after the General Assembly in 2022. It was **proposed** and **agreed** that a detailed update on the resolution's implementation regarding youth would be provided at the June BoT meeting.

The Chair of C-FAR also noted the possibility of reduced income overall and emphasised the importance of a strong planning process to ensure the organisation's long-term ability to carry out its work effectively while maintaining financial stability. The Director, Finance & Technology also confirmed that an updated risk register, the forecast and audit would be presented at the June BoT meeting.

The DG **agreed** to update the BoT in the interim on the outcomes of the Netherlands, Sweden and WISH grants, which were expected to be communicated between March and early May 2024.

The Director, Finance & Technology Division reported satisfaction with the transition of the finance team to Delhi, highlighting rigorous controls at the transaction level, standardisation of processes and the ability to respond more quickly. He acknowledged the challenges, noting that some of the 21 strong team sometimes lacked knowledge of SRHR but brought essential financial expertise. He outlined the three pillars of the shared service unit: financial management and compliance, financial planning and analysis, and donor reporting. Tomoko Fukuda, Regional Director ESEAOR and her team were thanked for their support.

The Board expressed gratitude to the Director, Finance & Technology Division, the Director-General and the DLT for their outstanding efforts in restructuring the Secretariat and gratitude to the Chair of C-FAR and the Director, Finance & Technology Division for their exceptionally clear report and leadership.

10. SAFEGUARDING AND INCIDENT MANAGEMENT

The Board had received the Q4 2023 Safeguarding and Incident Management Report, under paper no. BoT/03.24/DOC 10a, the 2023 Annual Safeguarding Report, under paper no. BoT/03.24/DOC 10b, and the 2023 Annual Incident Management Report, under paper no. BoT/03.24/DOC 10c. This item was chaired by the Vice Chair.

This item was presented by Vanessa Stanislas, Director of Safeguarding and Incident Management, who for the benefit of the new Trustees, gave an overview of progress over the last five years and provided highlights from the papers.

A significant milestone had been achieved at the end of Q2 in 2023 when the backlog of all outstanding incidents had been cleared. Robust processes and procedures were now in place with effective oversight at the DLT level. There was still a long journey ahead, particularly in supporting MAs in developing safeguarding frameworks, but it was clear that progress was already being made.

Improvement in escalation processes over the past year were highlighted, noting that historically there had been a lack of policy and procedures to ensure the right people were informed promptly. Now, with a robust system in place, the organisation could ensure consistent information was provided to donors, the Charity Commission and the BoT when necessary.

A Board member asked about MAs' handling of safeguarding. It was noted that while some MAs lacked awareness, this was not universal. There was a framework and plan in place for 2024 to build up communities of practice among MAs and support them in becoming peer-to-peer experts in safeguarding.

A Board member asked about the reporting mechanism for youth volunteers. It was explained that IPPF had an online reporting mechanism called IPPF Safe Report, which was accessible in the public domain. Efforts were made to raise awareness about this mechanism by distributing posters and leaflets to MAs and embedding safeguarding as a feature of all new programmes. If individuals preferred not to use IPPF Safe Report, they could report concerns to someone within the MA who would then inform IPPF. MAs had been advised to appoint a Safeguarding focal point and, although independent, they are provided support and training. The DG added that some MAs had been suspended from the Federation for not taking required action in serious incidents.

The Chair of C-FAR underscored the remarkable milestone of having cleared the entire backlog of incidents and thanked the Director of Safeguarding and Incident Management for her leadership, which was applauded by the Trustees.

*The Board **noted** the update on Safeguarding and Incident Management.*

11. ANY OTHER BUSINESS

11.1 IPPF Togo Bank Account

The Board had received a request to approve the opening of a bank account in Togo, under paper no. BoT/03.24/DOC 11, following the Board's approval in the November 2023 BoT meeting of the opening of an office in Togo for the ExpandPF programme.

*The Board **approved** the opening of an IPPF bank account in Lomé, Togo for the duration of the USAID ExpandPF programme.*

11.2 Draft Resolution

The Chair introduced a draft resolution calling for the allocation of \$500,000 from the Strategy Stabilisation Fund to support the next phase of governance reform efforts at the MA level, under the framework of the 2028 Strategy. The proposed resolution had been inspired by the Board's discussions on 14 March 2024 also with an eye to governance discussions at the General Assembly in 2025.

The Chair of C-FAR clarified this would be a drawdown from a previously designated fund, and not a new designation. At its meeting held 9-10 March 2023, the BoT had designated a US\$6 million Strategy Stabilisation fund, with a broad remit. As of 31st December 2023, the Strategy Stabilisation Fund had a balance of more than US\$5 million. If Sweden's cuts were more severe than anticipated, the DG would advise C-FAR accordingly and with their advice, revert to the BoT on the implications for this and other allocations, this allocation being retrievable if necessary.

A concern was raised about the perception of the initiative as an action done to MAs rather than for their benefit. The DG recalled the previous governance reform initiative, where interest has exceeded available resources. Despite hopes that some MAs would pursue reform independently, only one did, leaving a waiting list of potential participants.

The Chair highlighted that the timing was strategically aligned with ongoing work on the charter and identity, aiming to leverage momentum into the upcoming General Assembly. The goal was to present substantial, evidence-based proposals at the General Assembly, particularly in relation to the implications of values for the future of governance at IPPF. The DG clarified that designated funds were not for ongoing operations of the Secretariat, but for one-off initiatives.

*The Board **approved** the resolution to draw down a further \$500,000 from the Strategy Stabilisation Fund to reignite efforts as needed, for reform of governance approaches at MA level.*

- 11.3 It was **noted** that this was the final Board meeting for three Trustees: Aurélia Nguyen, Rosa Joyce Ayong-Tchonang and Surakshya Giri, whose terms of office would soon end. On behalf of the Board of Trustees, Isaac Adewole delivered an eloquent tribute, praising the departing Trustees for their extraordinary contributions to IPPF. The Chair commended their dedication and unwavering commitment during challenging periods,

bringing diverse perspectives, experiences and expertise, and demonstrating the value of intergenerational leadership. Heartfelt tributes were offered, highlighting their invaluable contributions, and best wishes were extended for their future endeavours, with recognition that that they would always be considered part of the IPPF family.

CLOSE OF MEETING

In closing the meeting, the Chair expressed gratitude to the Vice Chair and Trustees for their leadership and participation, acknowledging their role in elevating the BoT at IPPF to a very high standard. On behalf of the Board, the Chair thanked the Director-General for his exceptional work, along with the DLT and presenters for their contributions to the productive discussions. Special recognition was given to Sharon Tagoe for her extraordinary service, Estelle Wager for representing the Staff Association, and Eleanor Phelan for her minute taking, as well as appreciation extended to the support staff, including interpreters, IT support and technicians for enabling the meeting to come together so well.