



Endorsed Minutes of the eightieth meeting of the Governing Board held on Friday 27 August 2021 from 12.00 –14.00 CEST by teleconference call via Zoom.

Present:

Members: Barbara Lison (President, Chair) Antonia Arahova (President-elect); Perry Moree (Treasurer); Adjoa Boateng; Kirsten Boelt; Jonathan Hernández Pérez; Yasuyo Inoue; Ayub Khan; Nthabiseng Kotsokoane; Halo Locher; Mandla Ntombela.

Secretary of the GB: Gerald Leitner, IFLA Secretary General, non-member

Observer: Martyn Wade

Staff: Helen Mandl, Deputy Secretary General & Director Member Services; Stephen Wyber, Manager Policy & Advocacy; Esther Doria, Project Coordination Assistant (minutes).

Welcome and apologies

The President opened the meeting and welcomed all.

There were no apologies, all members of the Governing Board were present and therefore the meeting of the Governing Board could take valid resolutions in respect of proposals set out by a majority of the votes cast.

Statement of interests

IFLA Parliamentarian Martyn Wade declared his interest in item 5.1.

Adoption of agenda

The agenda was adopted.

1. Matters arising not elsewhere on the agenda

From the meeting of 26 August 2021

There were no matters arising from the meeting of 26 August 2021.

2. IFLA Finances – Report by former treasurer A. Arahova

The President gave a short introduction explaining that according to the IFLA Statutes and Rules of Procedure, the GB should establish a Risk and Finance Committee. The President requested Governing Board members to send their expressions of interest for this position, including their motivation and their experience in financial matters and risk management, to the Secretary General. The Committee further requires one external member who is a specialist in Dutch law and regulations.

The establishment of the Committee will take place at the next GB meeting, and GB members will be provided with further information before the meeting.

A question was raised regarding the possibilities of engagement for Governing Board members in other committees. It was clarified that the GB can establish other committees whenever the need arises, for example when support is needed for the WLIC or other large projects, but that the Risk and Finance Committee is the only Committee that has to be established according to the Statutes.

2.1 2021 Half year financial report

Former Treasurer Antonia Arahova presented the 2021 half year financial report.

At this stage of the year the forecasted end of year core business result, including core business, Key Initiatives and Earmarked reserves is a deficit of € 99,335, compared with a budgeted deficit of € 18,277. The forecasted income for 2021 is € 861,412 compared to a budgeted end of year income of € 894,900. The forecasted expenditures for 2021 is € 960,747 compared to a budgeted year-end total expenditure of € 913,177.

The Treasurer noted the importance of good financial management, and further noted that thanks to good governance by the Secretary General, the previous Governing Board/ Finance Committee, and the Finance Director and staff, IFLA is currently in a good financial position despite the challenges of the past period, and she thanked all for their support.

The President thanked Antonia Arachova for her good work as IFLA Treasurer and welcomed the new Treasurer Perry Moree in this position.

Resolution: The Governing Board noted the 2021 half year financial report by the Treasurer.

3. Workplan 2021

3.1 Approved Workplan 2021

3.2 Dashboard

IFLA has continued to follow the targets set out in the IFLA Planning Document, which provides for a set of activities to be carried out by quarter. The Governing Board was provided with an overview of progress against the targets set out in the IFLA Planning Document, offering an idea of how well IFLA has achieved its goals for the first half of 2021. The scope for GB members to contribute to this work was noted as a subject for future meetings.

Areas of work focus(sed) on:

- 1: Virtual WLIC*
- 2: New website and Communications strategy*
- 3: Implementing IFLA's new governance Structures*

Ongoing work areas are:

- 1: Promoting engagement with the strategy*
- 2: Membership*
- 3: Advocacy*
- 4: Sustainability*

Resolution: The Governing Board noted the Approved Workplan 2021 and Dashboard.

4. Draft Handbook – Timeline

At its meeting in September 2020, the Governing Board agreed that it would be important to develop a Handbook, complementing IFLA's Statutes and Rules of Procedure, in order to explain both these core documents and share good practice ideas.

The Governing Board was provided with an overview of the planned timeline for delivering the Handbook till December 2021.

Resolution: The Governing Board noted the timeline for the preparation of sections of the Handbook.

5. Resolutions

5.1 IFLA Parliamentarian

The President provided a short introduction and explained the role of the IFLA Parliamentarian. The role of IFLA Parliamentarian is unique, and combines an advisory role to the General Assembly, the IFLA President and the Governing Board.

GB members discussed the appointment of the Parliamentarian, and agreed that Martyn Wade has provided very valuable support to the previous Board, and that his expert advice will be much needed by the current Board. The Governing Board appointed Martyn Wade unanimously as IFLA Parliamentarian for the term of the GB till August 2023.

Martyn Wade accepted the appointment, noting he would be happy to continue his work in this advisory role. The President thanked him for all his support and for his willingness to continue his work in the next two years. The Governing Board noted succession planning as an issue for later in this term.

Resolution: The Governing Board appointed Martyn Wade as IFLA Parliamentarian for the term of the GB till August 2023.

5.2 General Power of Attorney

The Governing Board discussed the proposal of the President to grant General Power of Attorney to Gerald Leitner, IFLA Secretary General, in line with recommendations and advice from IFLA's lawyers. It was noted that the General Power of Attorney would be granted to the person, not to the position, and that it could be revoked at any time by the Board.

The proposals were put to the vote and the President declared that these proposals have been carried by 11 votes, of the total of 11 votes cast: the proposals set out above have been adopted unanimously, without abstentions.

Resolution: The Governing Board grants a General Power of Attorney to the Gerald Leitner as defined in the document provided by IFLA's lawyers.

5.3 IFLA representation on external committees

The Governing Board was provided with an overview of IFLA representation on external committees. Currently there are no vacancies, but it was noted that the Government Board is responsible for the appointment of representatives on these committees.

Resolution: The Governing Board accepted the **current** IFLA representation on external committees.

6. Any Other Business

The Secretary General wished the Governing Board success for their term and thanked the Governing Board members for their registrations and other administrative work for the Notary and the Dutch Chamber of Commerce.

It was agreed that the next GB meeting will take place in the beginning of November.

The President thanked all and closed the meeting at 14:14 CET.

Next Governing Board meetings:

- Beginning of November (virtual)
- 13 – 17 December (in person or virtual)