



February 5, 2013

Executive Committee Conference Call

I. Welcome: Meeting was called at 2:13 P.M. (GMT)

Present at meeting:

Mamatou Djiré, Vice President

Kadijatou Lah

Eugenia Akuete, President

Sara Engleka, Acting Director, West Africa Trade Hub

Joe Funt, Managing Director, GSA Secretariat

Megan Guidrey, Communications Director, GSA Secretariat

Laure Helene Boudier, Sustainability Specialist, GSA Secretariat

Aaron Adu, Deputy Director, GSA Secretariat

Benjamin Howard-Cooper, Intern, GSA Secretariat

II. Review/Approval

November Minutes:

Unanimous approval—no feedback

Mark Davis of The Body Shop expressed approval via email

4 EC members approve

2012 Financial Report:

Mark Davis asks for clarification on GSA policy regarding retaining financial reserves. He also requests quarterly financial management reports including fundraising and expenditure projections.

Djiré requests clarification of the bullet point on insurance, line 378 of the report.

Joe Funt clarifies that it relates to medical/health insurance.

Eugenia Akuete asks for clarification on point related to penalties, line 232 of the report.

Aaron Adu clarifies that it relates to the filing of a tax ID for the payment of employee salaries to the Ghanaian government. There was a delay in approval and we were charged for each of the months that GSA had no tax ID and paid no taxes.

Joe Funt recommends to the Executive Committee that the GSA maintain cash reserves of 100,000 USD as a credit line for activities. This should be flexible on conditions, but this should be the target; Funt proposes this in response to Mark Davis's question.

Eugenia Akuete raises a question on line 381, expenses for Burt's Bees, in the amount of 750 Ghana Cedi. She asks if there is a policy regarding expenses on trips like this?

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Aaron Adu responds that there is no written policy for expenses and trips like the Burt's Bees trip. As part of the GSA mandate of recruiting international brands, the GSA will invite stakeholders to participate in trips, but Burt's Bees paid most the expenses. The GSA paid for staff that accompanied the Burt's Bees representative. This is a policy that is mirrored after the West Africa Trade Hub.

Joe Funt requests approval from the Executive Committee about the proposal to have a reserve fund of \$100,000.

Eugenia Akuete asks for clarification—what is the basis for \$100,000?

Joe Funt responds that the average monthly expenditures for the GSA are approximately \$25,000. These expenses can increase around times of the conference to \$75,000 in a given month. The GSA does not have a line of credit from a bank and would need these funds to pay for expenses around the time of the conference and then get reimbursed. This is how he arrived at the suggested amount of \$100,000.

Akuete, Djiré, and Lah approve.

Eugenia Akuete asks for clarification on amount payables, line 419 in the report in the amount of \$9,800. The report says it is for the development of the website, but she seeks clarification if that is the amount we owe or the amount we have paid.

Joe Funt responds that clarification from the accountant is needed and he will notify the Executive Committee once he has an answer. The website development was paid in half up front.

Joe recommends that the Executive Committee approves the financial report pending clarification of these issues. The Secretariat will send out an email to the Executive Committee this week with clarification of the questions.

Akuete, Djiré, and Lah provide a conditional approval pending clarification from the Secretariat on the two line items (within a week).

Joe Funt responds to Mark Davis's prior request for quarterly management reports on fundraising and expenditure projections. Funt recommends that the GSA will complete a quarterly management report after the conference in March 2013, and the GSA will produce quarterly reports going forward.

Akuete, Djiré, and Lah agree with this plan.



2013 General Assembly Agenda:

Eugenia Akuete opens up discussion on the agenda, noting that it has been circulated and feedback has been requested.

Mark Davis has indicated his approval of the agenda via email.

Eugenia Akuete notes that there are a couple of things that need to be amended—there is more work to do on the base code and the sustainability program as a whole, so she suggests having groups work

on it during the conference. The base code has already been drafted so the working group will be guided by the base code to come up with a sustainability program that will be acceptable to the entire membership.

Joe Funt agrees with Akuete's comment—the draft of the base code could be used as a base line to guide the working group as they work throughout the year to develop and refine a sustainability program that meets the needs of all members.

Eugenia Akuete moves to approve the agenda pending edits that reflect the change in how the base code will be approached at the conference General Assembly.

Djiré, and Lah approve.

The Executive Committee approves the 2013 General Assembly Agenda pending changes.

Terms of Reference—Working Group:

Joe recommends that the scope of work is changed to include a clear definition of the sustainability program in relationship to the base code. The purpose of the working group should be to define the actions members should take to comply with the base code. The working group should also define how the actions and compliance will be enforced.

Sara Engleka suggests that the timeline of meetings for the group should be changed from regular meetings to something more specific; Joe Funt recommends a minimum of bi-monthly.

Djiré states that he thinks defining sustainability program should be the responsibility of the Secretariat more than the work of the members.

Akuete responds that the Secretariat has already provided a first draft of the base code and membership requirements. Now the members should have a voice. The working group can conduct more focused work on certain issues, and a working group of membership should take a look at the draft and refine and make suggestions based on the recommendations that the Secretariat has proposed. It is a way to include the ideas of the members.



Djiré says that he does not think the working group is necessary, in order to apply the base code because he thinks the Secretariat should be the one to apply the rules.

Akuete state that the Secretariat cannot apply the rules. The Secretariat has done a lot of research in order to create a draft of the base code, and now it should be turned over to the working group to make sure that it is supported by the members.

Sara Engleka states that the Secretariat will want members to buy in to the base code and sustainability program. The working group helps create a consensus among members and will ensure that the members will ultimately agree to the program.

Djiré responds that it would make more sense to have an odd number of members for decision making in the working group.

Akuete responds that this working group is more of an advisory board than a decision making body, so the even composition should not be an issue.

Akuete requests approval of the Terms of Reference for the working group on the condition that those previously mentioned additions and changes are made (changes to the scope of work and definition on meeting time/frequency.)

Djiré proposes a third change—precision on the facilitator. He asks, who would the person be and where would he come from?

Joe Funt clarifies that there will be an external facilitator. The Secretariat will engage a facilitator form outside the Secretariat who has experience in engaging multi-stakeholder platforms. The Secretariat is currently engaging a number of consulting firms to gauge their interest.

Akuete asks for clarification—the Terms of Reference state there will be a second outsider. Will that person be the same as the facilitator?

Funt responds that the second outsider will be legal counsel—Sidley Austin will provide this service. This will be clarified in the Terms of Reference.

Akuete moves to approve the Terms of Reference pending the changes to the four points. Changes include: changes to the scope of work and definition on meeting time, definition of facilitator and definition of outside participant.

III. Other Items Related to Sustainability Program

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No changes.

IV. Other Business

No other business.

V. Closure

Eugenia Akuete closes the meeting at 3:23 Pm (GMT).