

**Minutes¹ of a meeting of the Board of Publish What You Fund (PWYF)
 Held at China Works, 100 Black Prince Road, London, SE1 7SJ and conference call
 on Tuesday 21 March 2023 at 15:00**

Director	Paul Lenz – Chair	Conference Call
	Giles Bolton – Trustee	Conference Call
	Jo Hine – Trustee	Conference Call
	Al Kags – Trustee	Apologies
	Hetty Kovach – Trustee	Apologies
	Andrea Ordonez Llonos – Trustee from 15.30	Conference Call
	Justine Tordoff - Trustee	Apologies
Attendee	Gary Forster – CEO	Conference Call
	Alex Farley-Kiwanuka – Project Manager	Apologies
	Linda Grimsey – Operations Manager	Apologies
	George Ingram – Chair of Friends of PWYF first hour	Conference Call
	Loretto Leavy – Company Secretary	Conference Call
	Sally Paxton - U.S. Representative	Conference Call
	Alex Tilley – Head of Research	Conference Call
	Paul James - Research Manager - DFI Transparency Initiative	Conference Call

Preliminary Items	
1.	<p>Welcome, quorum & declarations</p> <p>The Chair confirmed that a quorum was present and declared the meeting open. Pursuant to section 177 and 182 (as applicable) of the Companies Act 2006 and in accordance with the articles of association of PWYF, each of the directors present declared the nature of all interests in the business proposed to be transacted. There were no new declarations of interest in relation to matters on the agenda. The meeting was held in person and by conference call.</p> <p>The Chair welcomed everyone to the meeting noting a strategy meeting had been held in February (minutes included in section 2). This meeting would therefore focus on strategy, funding, and project updates and included discussions of the Index reviews progress, DFI and localisation launches, and development efforts.</p>
2.	<p>Minutes</p> <p>The Board approved the minutes of the meetings held on 14 December 2022 and 21 February 2023 (Paper 2), subject to the correction of three typographical errors.</p>
Strategy	
3.	<p>CEO update</p> <p>The Board noted CEO update paper (paper 3) and the monthly emailed updates included within that report.</p>
	<p>Project updates:</p> <p>i. <u>Aid Transparency Index:</u></p> <p>Further to the funding agreement with IATI, two reviews would be undertaken. The methodological review was in progress. There was a large number of respondents to the February survey, and these had been synthesised into nine potential changes. The potential changes would be consulted on in detail, with a circulation of the proposals in the coming week followed by workshops. Good attendance was expected at the workshops with representation across a wide range of stakeholders. It was hoped that this research would be finalised by the middle of the year. A second piece of research had started. The first stage would complete by month end which was reviewing the possibility of extending automated tests to all IATI publishers. The Board discussed comparability to prior Index publications; the current proposals did not have significant</p>

comparability issues however this would be kept under review with any further proposals suggested in the workshops. The second stage would review the quality of IATI data by reviewing the current publishing practices beyond the Index-assessed publishers. The review would then look at the possible options within the current resources available. Ultimate decision making on both reviews' rests with PWYF.

The PWYF team had attended the IATI Members Assembly and Community Exchange; this had been useful with contacts strengthened. IATI Members Assembly approved the hosting arrangements for IATI for the next three years. UNDP in partnership with UNOPs for finance and operations was approved; an Executive Director would be appointed to drive change and technical support would be provided via Open Data Services. The Board discussed the new arrangements, contacts, and the importance of the PWYF Index in delivering increased quality in the underlying IATI data. Localisation work had also been discussed at the IATI Members conference with good feedback.

ii. **DFI Transparency Initiative:**

The DFI Transparency Initiative team continued post-index outreach following the successful launch of the Index in January (hosted by Brookings). Meetings have been held with stakeholders and Index institutions. This was an opportunity to provide feedback on performance in the DFI Transparency Index, to identify areas of improvement and to highlight the areas for focus in the next period (results, mobilisation, and assurance of community disclosure). Briefings had been well-received across stakeholders and institutions. Additional funding bids had been submitted and were being reviewed.

The Board discussed funding of Phase II, two bids had been submitted and the outcome was expected in the following month.

iii. **Women's Economic Empowerment (WEE):**

WEE had finished in January and the project would close mid-April. Project surplus was under \$100,000 and therefore could be retained. Gender 2X Challenge had introduced a new certification; PWYF had welcomed this however we noted that further consideration of the requisite transparency was required.

Localisation: Following funding from a number of organisations, a review of USAIDs 25% direct local funding had been conducted. The analysis focused on the definition of local and used 10 countries as a sample. The report had been well-received, including by USAID who had been part of the consultation. A short and long report had been completed and a dashboard published which could be used to align the numerous 'local' definitions. The review found that the USAID's approach nearly doubles the percentage counted going to local organisations. The launch panel on 1 March was impactful and a session had also been held with USAID on the results. Positive engagement has continued since the formal launch including with the House and Senate. The Board discussed the potential policy changes possible with changes in the US Senate and this would be kept under close review.

The Board commended the localisation work undertaken and thanked the team for this. The Board noted that this work demonstrated the value of transparency and PWYF's skill in reviewing large data sets in pursuit of transparency.

Mobilisation: A grant has been submitted and it was hoped that this would be successful.

Staff: The 9-day fortnight had launched mid-February. It had been received well without any stakeholder issues. A staff survey had been circulated at the start of the pilot, and two further

	surveys would be under-taken mid-pilot and at the end to help with the assessment. Work location flexibility continued to be appreciated; one member of staff was working from Columbia. Tax arrangements had been confirmed and it had proved useful to have someone in Latin America.
	Performance
4.	<p>Finance Update see paper 4</p> <p>The Board noted the papers attached including the Finance Committee minutes from December 2022. The Chair of the Finance Committee noted the Finance Committee had reviewed these reports prior to the meeting with a focus on the timing and certainty of future income streams and the allocation between different initiatives. Several funding applications were in the pipeline. An updated cashflow was being prepared which reviewed a further 12 months. Cashflow was being analysed closely. Staff allocation was according to project with central costs split across projects. Reserves of £250k were in place. The Charity remained solvent.</p>
	Governance / Approvals
5.	<p>Appointment Process</p> <p>The Board considered the proposed process and skills set out in the accompanying paper. Three new Trustees were being targeted as part of the standard rotation of Trustees, with two potential Trustee departures in the coming year and another Trustee had already departed in 2022. A Chair designate would be appointed from the current Trustees or the new incoming Trustees.</p> <p>The Board discussed balance of skills on the Board and additional skills required. The Board agreed that a background in Global Aid, Humanitarian knowledge, Open aid data and corporate or philanthropic development finance would be useful in the successful candidates. The Board discussed geographical locations and agreed that global candidates (within time zone restrictions) would be targeted without specifying a geographical area. The positions would be openly advertised; recommendations would also be very welcome.</p> <p>The Board approved the process for three potential new trustees, noting that a Chair candidate would be sought from the new or current Trustees.</p>
6.	Policies - There were no policies for approval at this meeting.
7.	There was no other business. The meeting closed at 16.20.
8.	<p>Date of Next meeting:</p> <p>Thursday 20 July, Tuesday 19 September & Tuesday 12 December</p>
9.	For Reference
10.	Monthly updates – January (see CEO report paper 3)

ⁱ Minutes publication policy:

Please note these minutes are published in full; redactions are marked clearly where this information relates to:

- Personal Information.
- Information obtained in confidence.
- Commercial interests.