2015 General Assembly

Saturday 23 May 2015
9:30 -12:00
Kruzel Hall (2nd Floor) | WMO building | Geneva

CHAIRPERSON: Dr. Eibe Riedel

MEETING MINUTES
Attendees List and Proxies

WaterLex Members, Guests, and Board Present

Daniel Charrin  
Jean-Benoit Charrin  
Ivan Draganic  
Loui Duret  
Yves Etienne  
Aileen Ionescu-Somers  

Maria-Francisca Ize-Charrin  
Giorgio Malinverni  
Javier Moctezuma  
Eibe Riedel  
Tobias Schmitz  
Francoise van Leeuwen  

WaterLex Members and Board Represented by Proxy Votes

Guido Barbera  
Line Bareiro  
Jose Bengoa  
Catherine Brölmann  
Charles Brunengo  
Regis de Gouttes  
Jose Dougan-Beaca  
Aniza Garcia  
Anders B. Johnsson  

Norberto Liwski  
Rosa Maria Ortiz  
Kyra Nunez  
Blanca Ruth Esponda  
Paulo Sergio Pinheiro  
Alma Sosa  
Mara Tignino  
Michel Veuthey  

WaterLex International Secretariat Staff

Moez Allaoui  
Brahim Amadane  
Jean-Benoit Charrin  
Lenka Kruckova  
Viktoria Mohos Naray  
Camila Morais Silva  
Rose Osinde Alabaster  
Tobias Schmitz  
David Snow  
Christine Strub  

Elodie Tranchez  
Jean Willemin  
Hannah Stoate  
Brieux Michoud  
Lynn Sorrentino  

*Management staff with voting rights (Ref. Active Members).

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Opening Remarks: Order of the Day
Dr. Eibe Riedel, President of the WaterLex Board of Directors (hereafter ER), welcomed attendees and shared opening remarks. He noted that 2015 is WaterLex’s fifth year, and that over that time increasing amounts of professional outreach have been accomplished. ER reminded WaterLex Members in attendance of their voting privileges. Since not all members could attend, some members delegated their votes to other members. He identified the two minutes-takers: Ms. Lenka Kruckova and Ms. Lynn Sorrentino.

1. Official adoption of the Minutes of the 2014 GA (held on 3 May 2014)
ER explains that WaterLex sent the Minutes of the 2014 General Assembly to all Members on 23 June 2014. The WaterLex Board received no comments on the shared minutes.

DECISION: The 2014 General Assembly Minutes are adopted.

ER introduced Mr. Jean-Benoit Charrin (JBC), WaterLex Executive Director, who introduced WaterLex International Secretariat staff to present activities: Dr. Elodie Tranchez (ET; Legal Desk) and Dr. Tobias Schmitz (TS; Operations Desk and also Development, including fundraising).

Legal Desk Presentation
ET presented the successes of the Research Unit. A compilation of case law on the human right to water and sanitation was eventually finalized and released. The publication has already been positively peer reviewed by a scholar based at UNESCO IHE. A second compilation of practices, focusing on national human rights institutions (NHRI) work in the field of water governance has also been finalized. A third publication is to be released in Q2 of 2015 on Wastewater legislative best practices.

Regarding the Parliamentarian Help Desk’s trainings and presentations, ET noted that 300+ parliamentarians were reached in the past year. Also noted: increased partnership with the Inter-Parliamentary Union.

ET noted that the NHRI Water Initiative and Network was presented in 2014 during a side event of the International Coordinating Committee. With all NRHIs present in Geneva, it was a good opportunity to extend the network. In 2014, WaterLex trained NRHIs of 12 countries on a human rights-based approach to water governance. WaterLex also launched the compilation of good practices for NRHIs and water governance book.

ET said that through organising events and participating in conferences, WaterLex Legal Desk has trained 500+ people from diverse backgrounds.

JBC gave the floor to TS to share the Operations and Development presentation of 2014.

Development and Operations Desk Reports: Development
Regarding fundraising, TS noted that 10 of 25 proposals were accepted (40% success rate) and the budget rose from CHF 891,000 in 2013 to CHF 1,369,000 in 2014 and CHF 1,609,000 in 2015. Sources are now more diversified than previously, with three multilateral, five bilateral and two from local governments. He recommended further reaching out the foundations to reduce reliance on governments.
TS pointed out that the Communications department is in the process of moving from Operations/Development to Finance and Office Management. He thanked Mr. David Snow (DS), head of communications, for successes of the past year, such as producing the 2013-17 Communications Strategy, in support of outreach to external and internal audiences. Further, there was a significant amount of work for Communications assistance and several event planning processes were developed. Successes in 2014 included: a 150% increase in media coverage of WaterLex, outside of our own website, relative to 2013; collaboration to release the Case Law publications and NHRI publications; partnership with OOSKA news on Water; an Events Officer appointed; and there were 4 well-attended WaterLex events in 2014.

TS noted that WaterLex had developed its vision on human rights implementation, researching a road map that can be applied to the water sector. This work included: Research and initiation of NHRI programme, and additional work on the research and drafting of a background paper on indicators for the WASH conference in November. He referred to a mandate to look at the quality of WaterLex working practices in general. Output: development of annual planning document and a project management guidance document.

Development and Operations Desk Reports: Operations Desk
TS stated that the Operations Desk’s three axes are the HRWS WASH Programme, the HRBA to IWRM Programme and the Business and Human Rights Programme.

Regarding WASH, TS said 2014 saw the development of the country mapping methodology, which is currently being peer reviewed. Additionally, WaterLex has promised to develop strategic partnerships at national level. It has developed strong partnerships with the Ministry of Water and Environment in Uganda, for example, and is reviewing the pro-poor policy in terms of human rights. We are also currently opening diplomatic contacts with Tunisia and hope that this process will go further in 2015.

Regarding HRBA to IWRM in 2014, the Operations Desk worked on the Manual for HRBA to IWRM with UNDP Cap-Net which is being finalized. WaterLex has interest in two basins in Tunisia for this and the adaptation of the manual for an online course was initiated with LA-Wetnet. Along with GWI, WaterLex completed an e-book for UNEP on best practices in wastewater regulation and implementation.

Within the Business and Human Rights programme, WaterLex started a partnership with the hotel industry organization (THISD) to look at how to reduce impact of tourism industry on water due to the high pressure on local water resources; this project will focus on the development of certification mechanisms. Currently we have interest from a number of hotels and are exploring countries. Kenya, Morocco, and South Africa have policies in place that support this work.

Comments and Board Opinion
ER invited Mr. Giorgio Malinverni (GM) and other Board member to share comments. GM stated that this is the first General Assembly for WaterLex he has attended, and that and he was very impressed by the number of activities WaterLex performs in different areas of water, and by the 2014 annual report.

ER then asked for any other comments or suggestions for the future from the Board and the Assembly.

GM asked if we send staff to work in other countries on projects or if we hire locally. Mrs. Rose Alabaster (RA) replied that work introduced in a sector is meant to be taken forward by local partners, with WaterLex support in the execution of the work. This makes the work more sustainable. TS commented in support of partnership being more valuable than presence in many cases. GM asked about the criteria for choosing a country for a project. TS cited governmental willingness to change and push toward a rights-based culture are key. Staff member Mr. Moez Allaoui (MA) cited Tunisia as a good example given its democratic transition.
3. International Secretariat Presentation of 2014 Financial Report and Board opinion

ER introduces Director of Finance and Office Management Ms. Christine Strub (CS) for presentation of the financial report and Q & A.

CS began her presentation with the Board-approved financial statements and an overview: She reported a busy year for finances because of changes as reflected in the activities report and financial report. Due to fundraising efforts, there was an 86% increase in assets, assisted by funding from Sida and long-term overlapping contracts, such as those from the Dutch Human Rights Fund and UNEP. The asset increase allowed for staff stabilization and a new staff security fund, which was created for an amount of 90,000 CHF. At the end of the year, the apparent lack of liabilities is indicated by pending invoices between December and January.

For income and expense statements, please see the Annex.

JBC read from the statutory audit report, comparing its neutral-to-positive language of no negative findings based on a limited examination to the positive language of a subsequent audit that reviewed processes and risks, with positive results for which JBC congratulated the team.

ER announced the resignation of Mrs. Abby Onnenecan, Treasurer, for personal reasons and thanked her for her support. He noted that that Mrs. Aileen Ionescu-Somers (AIS) stepped in as de facto Board Treasurer during the interim. AIS thanked Eibe and moved to recommend that the Assembly hold a vote to approve the financial report.

ER: The auditing firm selected in that morning’s Board meeting was Mazars. An internal audit first before external audit presents Internal Control System with external first audit company. Current financial volume is 1.5 million Swiss francs and for 2015 will be above 2 million.

4. Adoption of the 2014 Report of Activities

Vote: ER asks if anyone is against adoption of report. BY ACCLAMATION, it was adopted.

5. Approval of the 2014 Financial Report

Vote: ER asked for a vote on the 2014 Financial Report. From 27 votes tallied, report was adopted unanimously.

6. Adoption of the Revised Budget 2015

CS presented the Revised Budget 2015, noting an income increase of 120,000 CHF and an increase in Total Programme cost for WaterLex programme work of 73,760 CHF.

JBC noted that the 120,000 CHF increase was due to the fact that some donors require a minimum 2 million CHF budget, making increases necessary. He said the document should also be amended: the lines labelled Staff Security Fund (there are three lines, under Overhead, Legal Desk and Operations Desk) should be placed as the third line of Staff Costs, as the auditors requested to allocate expenditures after the closing of the year. He noted that the 2015 budget also aligns with expenditures with 2014. Action: CS will produce a new budget as she also noted that this is not an expenditure but allocation of money.

ER moved to adopt the revised budget. (See the 2015 Budget Review in the Annex).
Vote: With 27 votes tallied, Revised Budget 2015 with amendments was unanimously approved.

7. Election of New Members
ER announced one application for a new member: Ms. Zaki Shubber, introduced through member Mr. Bart Teeuwen. Brief bio: Ms Shubber is a lecturer in law and water diplomacy at the UNESCO Institute for Hydrological Education in Delft, The Netherlands.

Vote: ER shared the Board recommendation to approve the membership of Ms Shubber. BY ACCLAMATION, Ms Shubber was considered approved as a new member in 2015.

Opportunity to remind current members to share names to the Board.
JBC reviewed the procedure for admitting new members. The first option, for someone who already has water governance expertise through field work or legal expertise: Forward the name to the Board, with very short motivation letter and CV. The second option, for any of the volunteers who have worked with WaterLex: If a year has passed since the end of their volunteering experience, they can submit a short motivation letter and CV to the Board.

8. Adjustment of the Annual Membership Fee
ER asked if the fee should remain at 50 CHF per year; with no objections, fee was maintained.

9. Election of new Board Members
ER noted that there is no election at this time.

10. Appointment of Statutory Auditor
ER said the Board recommended the appointment of Mazars as statutory auditor after reviewing proposals from PWC, Deloitte and Mazars. JBC noted that Mazars audits similar organizations to WaterLex, and that they have a lot of expertise. Mazars is also half the price of Deloitte, and ER stressed the importance of that economic issue. CS added that the professionalism of the Mazars team was excellent.

Board decisions were shared as follows with the General Assembly:
The Statutory Audit shall remain a limited audit at least for the 2 years to come, for the purposes of compliance with Swiss Law. The Board shall issue its recommendation for the 2016 financial year, no later than 31 December 2015 and therefore receive appropriate quotes from the IS for its 4th Board Meeting of the year (in December 2015). The Board decides to perform a first internal audit to prepare and ensure the positive outcome of the statutory audit. Such first internal audit shall serve as means to inform the Board decision on the acceptance of the accounts (ref. Board Treasurer Duties). The Board appoints Mr. Truffer (CTR Audit) to perform the first internal audit for the 2015 financial year.

The Board calls for a vote on this recommendation of Mazars as Statutory Auditor.

Vote: With no objection, the Board recommendation to select Mazars as statutory auditor of WaterLex for the 2015 financial audit was adopted BY ACCLAMATION.

11. WaterLex Statutes Amendments
ER invited JBC to present a short overview of the revised Statutes.
JBC suggested dividing into two groups for easier discussion. The first group, covered minor changes in Articles 1 – 12. See the Statutes document in the Annex. The document colours indicate yellow is text to be deleted, text in green will be modified. The third column has the rationale for the changes made. As these are minor changes they are not listed. Major changes are listed in the next section, below.

ER asked if there were any comments on the articles. (By show of hands, issues were identified):

Comments
GM suggested merging Articles 1 and 2, as they contained statements of historical fact. After brief discussion, ER requests a vote.

**Vote:** The Board recommends merging Articles 1 and 2, changing the document numbering after this merge, and approving the revised Articles 1 – 12. With no objections, decision was adopted.

Articles 13, 14, 15, and 22:
JBC stated that the changes in these Articles are all due to one important organisational shift in terms of responsibilities. Stated in Article 15, page 10: at the time when statutes were adopted we did not have an International Secretariat with an Executive Director. With the Executive Director in place, the Board considers itself to have only review functions. The adjustment is to show that the Board can review and endorse work, but not direct development, design, or implementation of projects.

ER asked if there are there any comments to the suggested articles. With none apparent, vote was called.

**Vote:** With 27 votes tallied, decision to adopt all revised new Statutes was approved unanimously.

12. **Presentation of the WaterLex Policies Compendium***
JBC shared, WaterLex has developed over 15 policies in 2014, from financial policies (budgeting, fundraising, allocations) to the number of HR policies (including personnel risks such as mission staff security – Board VP Yves Etienne will help to train our staff and make sure they are trained before mission especially in situations that may include conflict). We also have policies for management chain and reporting. Happy to provide to participants. Policies approved by Board and reviewed in detail. ER noted that new members can view this document, too.

*Note 1: Policies Compendium is available upon request

13. **Date for 2016 General Assembly**
ER shared suggested dates: 11 or 12 May 2016 and asked for a show of hands for preferences for dates. Preferences for Thursday 12 May 2016 for next GA.

14. **Individual Proposals and Closure**
ER stated that since there were no individual proposals received, that we have a general announcement by JBC: Next steps are the WaterLex Fair (presentation of projects) and lunch.

ER closed the 2015 WaterLex General Assembly.
List of Annexed Documents to the Minutes

1) General Assembly Presentations:
   a) Legal Desk
   b) Operations Desk and Development
   c) Finance
2) Audit Report, PDF
3) Budget 2015 - Revised Budget 2015 with amendments noted, signed in PDF format
4) Statutes 2015 Draft 1 with changes highlighted, PDF
5) Statutes 2015 after Amendments, final version, signed in PDF format

Signatures

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<th>Meeting Chair:</th>
<th>Eibe Riedel</th>
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<td>Minute Taker:</td>
<td>Lenka Kruckova</td>
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