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PWYP Board, Trustee Appointment meeting 2 May 2018, Conference Call/MINUTES

Board members present

Aroa de de la Fuente
Julie McCarthy, OSF (JM),
Claire Spoons (CS)

Apologies

Alan Detheridge
Carlo Merla
Marela Rozo
Ali Idrissa (absent)

PWYP Secretariat

Caroline Macleod, Director of Finance and Operations (CJM)
Elisa Peter, Executive Director (EP)

Summary of Key Actions and Agreements

a) Actions

Action	Responsibility	Timeline
Inform the three appointed Board members that they were re-appointed for a new 3 year term	Secretariat	Asap
Discuss potential skills gap on the Board at the Board's next meeting (Madrid, Spain)	Secretariat	11th May

b) Decisions

- Alan Detheridge was unanimously re-appointed to the Board
- Carlo Merla was unanimously re-appointed to the Board
- Marcela Rozo was unanimously re-appointed to the Board

1) Welcome

Members were thanked for joining the meeting at short notice. It was agreed that CJM would chair the meeting in her role as company secretary.



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2) Declaration of interest

There were no declarations of interest in the agenda items.

3) Apologies for Absences

Apologies were received from Alan Detheridge, Carlo Merla and Marcela Rozo. It was noted that Ali Idrissa was absent because of personal circumstances.

4) Trustee Resignations

It was observed that that all Trustees were deemed to have resigned in accordance with the PWYP Articles of Association.

It was observed that elected Trustees, Aroa de de la Fuente, Julie McCarthy, Claire Spoons and Ali Idrissa were automatically re-appointed as Trustees under Article 26.5 (elected Trustees who are not replaced are automatically appointed if no replacement is found for them up to a period of 6 years).

It was noted that Alan Detheridge, Carlo Merla and Marcela Rozo who were invited (“co-opted”) trustees could not be automatically reappointed and therefore had resigned.

5) Reappointment of Trustees

CJM advised that Alan Detheridge, Carlo Merla and Marcela Rozo had all submitted an expression of interest to be re-appointed as Trustees of PWYP.

Those submission had been reviewed by a committee of the Global Council - the Nomination Committee and their recommendations had been presented in a report circulated to the Board. Marcela Rozo had submitted her application late and this had also been review by the Nominations Committee.

The Nominations Committee recommended that all three be re-appointed as PWYP Trustees.

The Board observed that the recommendations of the Nomination Committee were not binding. However the recommendations were considered and it was noted that the review process had been thoughtful. The decisions are taking into account the track record of these applicants and matching their skills to the skills matrix.

A vote was then taken for each applicant



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Alan Detheridge - members voted unanimously that Alan Detheridge be re-appointed as Trustee of PWYP.

Carlo Merla - members voted unanimously that Carlo Merla be re-appointed as Trustee of PWYP.

Marcela Rozo - members voted unanimously that Marcela Rozo be re-appointed as Trustee of PWYP.

The Board noted that Claire Spoors had intimated her intention to step down at some point in the future.

6) Board member unable to act - Ali Idrissa

It was noted that Ali Idrissa was presently not able to serve in his role as a PWYP Trustee because he was incarcerated on 25 March 2018 for participating in a non-authorized public demonstration in Niamey, Niger. It was unclear when he would be able to fully resume his duties as a PWYP Trustee. The Trustees agreed that Ali Idrissa could remain on the PWYP Board and also agreed to support him as much as possible to help him fulfil his role as a Board member under the current circumstances.

7) Date and time of next meeting

The next Meeting of the Board to take place on Friday 11 May 2018 at 8.30am in Madrid, Spain.

The Chair closed the meeting at 1.50pm BST