**Minutes**

**16 – 17th February 2022**

**Board meeting 2022 #1**

**Board Members Present**

Giri, Yulia, Bjorn- Erik

Chin yuan Chen, Hiro, Takashi, Vinicius, Xiaodan and Eva

**Others present**

Xiaohui

Observer for Taipei

Li-Hsuan Liu

Secretariat: Kate Harris

No apologies or absentees

Meeting opened 10:03 am GMT

**1.1 Quorum present**

**1.2 The Chair update**

The Chair provided an introduction to the meeting and asked for all Directors to update on progress in their current labels and the state of their nations.

The Chair also acknowledged the Secretariat for their UNEP ecolabelling training.

It was acknowledged that the Board will need to decide in this Board meeting if they will meet in April face to face or have a virtual Spring Board meeting.

It was also briefly discussed the possibility of the AGM whether face to face versus virtual.

This will be revisited in general business.

**1.3 Agenda**

Decision: The agenda was approved.

Extra items were suggested as follows:

* April Spring Board meeting discussion as to whether we can attend face to face.
* Request to set AGM Board dates. Secretariat noted that the dates may change subject to if it is virtual or not, however it was noted that the dates were needed to be defined.
* Secretariat also requested that the Board discuss Amazon pledge in general business.
* There was an additional request to discuss the potential changes in European policy in March (Green Deal).

**1.4 minutes**

Decision: All minutes approved without changes.

Action list was revised.

**2.1 Work plan secretariat**

The Secretariat highlighted the successes and the priorities for the 2022 work plan.

It was acknowledged that GENICES review was a key priority for 2022.

Current proposed members for the GENICES task force review include Yulia Gracheva, Niklas Rydell and Soren Enholm from TCO.

Board members were asked to suggest further representatives.

It was highlighted that currently there is no stipulation on who decides the change of GENICES requirements within the by-laws. Therefore, it is advised that the Board put forward their recommended changes in GENICES and associated decision making within the by-laws.

These revised proposed by-laws will be presented at the AGM for member consideration.

Therefore, two versions of by laws will need to be presented at the AGM- one where GENICES decision making is by board members and the other by members consensus.

It was noted that the 2022 Secretariat work plan is an ambitious work plan.

The Board members were asked to give guidance on prioritisation.

Member meet ups were seen as important and should be included.

It was suggested that themes in sustainability should be offered for meet ups in order to encourage member exchange.

It was suggested that the member exchange group could support the themed member meet up work.

**Action:** Secretariat is to liaise with Chin Yuan and Xiaodan regarding member meet ups.

**Events**

Future themes for discussion were highlighted included net zero buildings/ net zero for 250.

Webinars:

CII offered to contribute through presenting a webinar on net zero in the middle of the calendar year.

**Action:**

In addition to the work plan priorities, the Board asked for the Secretariat to send the work plan priorities from the original excel format.

CII webinar to be added to the 2022 calendar.

**2.2 UNEP ecolabelling training**

UNEP has suggested that GEN takes on the cost of one delivery in 2022 and consider ongoing maintenance of the project.

The Board requested more detail regarding the context of the ecolabelling training in order to help the decision making and approach to proceed.

It was suggested that the source for future funding may be found through funding.

**Action**: Board members to send questions regarding the administration of the UN ecolabelling training for consideration to the Secretariat. This will then be an agenda item in the April Board meeting.

**3.1 WED presentation**

Overall, the report was indicative that the World Ecolabel Day (WED) had gone well.

It was acknowledged that more traction was needed for the Look Closer Campaign.

It was suggested that public relations support should be sought in 2022.

The statistics for 2021 WED was very positive.

Other social media platforms were discussed including the possibility of Instagram.

It was also requested that the Secretariat provide a comparison between WED 2020 and 2021.

It was also asked why there was a peak on facebook on the 9th of December.

It was requested that the Secretariat set specific measurable goals for the Look Closer campaign.

Once the Secretariat have met with the Future Ready team, it is suggested that the Secretariat team meet with the Vitality Leaf team to refine the approach for the Look Closer Campaign.

The Secretariat will then prepare a background paper on the Look Closer campaign for discussion and decision in the April Board meeting.

**Action:** Secretariat to prepare considerations for the Looks Closer campaign in 2022.

Secretariat asked to ascertain how many members are engaged with Instagram.

Secretariat to provide comparison between WED 2020 and 2021.

**3.2 Website:**

The Secretariat presented options for website development. Both options- Republic of Everyone and Geran Partners have honoured their 2022 prices.

SC Communications have allocated recommendation for decision to the Secretariat.

The Secretariat have recommended Republic of Everyone.

This was confirmed that due to the exchange rate with USD that this was within budget.

The Board supported the decision for Republic of Everyone.

The Board should be kept across the scope of project.

The contract should also stipulate the process and financial commitment for ongoing maintenance of the website.

The Secretariat also confirmed that word press will be used as a platform in order to streamline ongoing maintenance.

**Action:** It was also requested that the Secretariat provide a member’s area as the back end- Secretariat to confirm this and the ongoing maintenance costs within the contract.

GEN also require more storage for videos and data on website.

**Decision:** Republic of Everyone was supported as provider of the new website.

**3.3 Communications calendar**

Vitality Leaf has proposed a retail/ greenwash webinar and has requested funding of 3k.

It was approved that this can be allocated within the available communications budget.

It was recommended that the calendar and webinars create regular engagement, such as bi-monthly engagement.

Whilst it was noted that the member meet ups were one form of touch point, it was noted that more additional, regular touch points are needed.

Therefore, webinars to date in 2022:

Cii carbon neutral and ecolabels (June 2022)

Retail webinar from Ecological Union (November 2022).

Decision: 3k support to vitality leaf for hosting webinar event was granted

**Action:**

Note duplication for ISEAL webinar in June –Secretariat to correct.

Meeting Part A closed 13:00

**Part B Board meeting opened**

Xiaodan Zhang joined at 9:37pm / 10:37am GMT- see below

All others present from commencement.

**4.1 GENICES**

2021 completion table was reviewed.

The Secretariat discussed those in process and highlighted those requiring completion in 2022.

It was raised as to how to handle those members who are well overdue GENICES completion.

**GENICES 2022 and 2023**
Cii and Ecological Union are both ready for Genices in 2022 but both are happy to delay till 2023 due to capacity in auditing.

It was also noted that Turkey needed an audit in 2022. Turkey think they will be ready by June 2022.

Chen to support audit for Singapore and Thailand.

Xiaodan to support the Hong Kong audit.

**Action:**

Secretariat is to check with Singapore, Thailand, Khazakstan and Hong Kong as to readiness for GENICES in 2022 and as above.

Secretariat to document GENICES allocation for decision by circular resolution.

**4.2 GENICES review**

The Board need to consider what information from GENICES is required for the by- laws- such as the definition on GENICES for the by- laws.

It was noted that the current bylaws state that full membership is reliant on completion of GENICES.

A 2-year transition was deemed appropriate for members to complete the new GENICES.

The recommendations from GENICES review should be presented to the members at the AGM, accompanied by-laws.

**Action:**

Secretariat to request for working group involvement for GENICES review.

**5.1 Membership fee update**

Invoices for 2022 are being sent currently.

It was agreed that Eco Choice South Africa will waive the 2021 fee but will need to apply again for 2022 fee reduction.

It was also discussed how to offer capacity building and economic strengthening for smaller members. A suggestion to host a marketing/ growth webinar for webinars was raised.

An initial update on the finances for 2021 was tabled.

It was discussed that the total operating cost was approximately 400K with savings of 100k less than allocated spend.

The budget for 2022 was referenced-on notice.

**Action:** Hiro to email Board members with preliminary information on 2021 spend and surplus (under spend) and to share the 2022 budget.

Secretariat to place 2022 budget discussion on agenda for April.

**Item 5.2**

There was a brief discussion on how to define a global member.

This is for further discussion in April Board meeting.

**Action:** Secretariat to highlight on agenda.

**6.1 by- laws update**

It was suggested that there be a review in order to see if indemnification of the organization and Directors was needed. This could be a part of the by-laws finalization.

There was a discussion on how to categorize membership fees and how to integrate GENICES in the by- laws.

It was also suggested that the Secretariat ensure that the brand guidelines/ style guide requirements are referred to in an annex to the by-laws.

**Action:** Secretariat is to have the by- laws reviewed by the legal team before the April Board meeting.

Board members are to email the Secretariat items that should be included in the by-laws.

Board members to send items before the close of 28th of February.

**7.1 Role of board members and future capacity**

It was discussed how to fairly support and remunerate Board members for their contribution.

It was also highlighted that the cost of GENICES audits are based in US Dollars and not reflective of the actual cost on auditors.

It was highlighted that there is a need to transition the role of our Board members from an operational role to a strategic one.

There were also some perspectives held that Board members should not be receiving financial remuneration for the growth of GEN.

**7.2 GEN and future 5-year planning and succession planning**

The Secretariat outlined the observations on the need for a transition for organisational growth and managing the transition / succession planning of Chair.

The Board need to be clear on expectations of Board members at this time and it was suggested that the Board need a strategic plan in order to achieve this transition.

The Board asked the Secretariat for an expression of interest for future board members by next April Board meeting.

It was suggested that the Board consider having a Vice-Chair / Co- chair in the by- laws in order to have a smooth transition / succession planning.

It was also recommended that the GEN may need more staff/ placement for business development.

**Actions**: The Secretariat is to prepare a future strategy pack for discussion in the April Board meeting.

The Secretariat will prepare several models and alternatives in order to prepare pros and cons of various approaches to future organisational management.

The Secretariat is to request an expression of interest for future board members prior to the April Board meeting.

**7.3 General business**

It was decided that the April Spring Board meeting will be virtual. In the April Board meeting it will then be decided if the AGM in October will be virtual or face to face.

Decision: The AGM dates for 2022 were confirmed as Monday 17th till the 20th of October 2022.

The EU policy “Green Deal” was discussed, noting that there is a revision of consumer law scheduled for March.

It was suggested that the Board could make a written submission to the EU.

**Actions:**

Board members were reminded to send your Subcommittee update to all Directors via email and also submit recommendations for by-laws contributions.

Meeting closed at 13: 16pm GMT

Items carried over include:

* Amazon pledge