
MINUTES OF DIGNITY BOARD MEETING MAY 2, 2024

AT DIGNITY, Bryggervangen 55, Cph

PARTICIPANTS: Dea Seidenfaden, Lars Udsholt, Emil Kiørboe, Nomfundo Mogapi (till 5 pm), Louise Holck, Tomas Martin, Lotte Leicht, Manfred Nowak, Anna Mette Nathan,

ABSENT: Sadia Khan, Marie Louise Nørredam, Nomfundo Mogapi (from 5 pm)

FROM MANAGEMENT: Rasmus Grue Christensen

GUESTS: Kåre Månsson, CFO, Søren Alexander, auditor, PWC

REFERENT: Mette Grimstrup

1. Approval of agenda of board meeting May 2, 2024

The agenda was approved. Item 9 on Research in DIGNITY has been postponed to a later meeting.

2. Orientation from the Chairperson

Nothing new at the moment. The EC has held two meetings since the last board meeting in preparation of this meeting.

3. Orientation from the CEO

Orientation by Rasmus Grue Christensen (RGC):

On May 1st, Nikolai Cerisier Roitmann started as new director of the clinic. The successful process of finding a new clinic director has been uplifting proof that the good changes in the clinic are stable and sustainable.

In IAPB, we have appointed Andrea Huber, until now director of human rights at the OSCE, as new Head of platform. This is also very good news. Andrea will start on August 15 and will work from Vienna.

We have received the results from the WPA (Work Place Assessment), which is also very uplifting. The board will look at the WPA report and the agreed WPA action plan at the next board meeting.

Concerning the plans about moving our HQ, it now looks like we will remain at Bryggervangen. Both because it has proven quite difficult to find another place that could live up to our many different demands, but also because ATP has come up with a reasonable offer that makes it possible for us to stay and perhaps remodel some of the premises, still paying the same rent.

4. Disposition in the EC

Projects above 4 mio. DKK approved by the EC:

Palestine – application for DKK 5 mio. from Danish MFA for documentation. Awaiting final approval from the MFA.

5. Annual accounts

Kåre Månsson (KM) presented the annual accounts, including the audit and accounting process. Once again, the turnover has increased, with a net result of 6,7 mio. DKK. Since 2021, turnover has increased with close to 100 mio. DKK.

Although we have both increased turnover and surplus markedly in the past several years, which is impressive, the “profit percentage” has not followed the increased turnover fully, i.e. we have become slightly less “efficient” as we have grown – probably, among other things, because we have grown in new fields rather than established ones. This is not unusual, but we will follow the numbers closely and analyze the causes of this.

Last year we had a concern about our liquidity since the DAPP grants had changed from being paid in advance to being paid in arrears. But this was a one-off incident, and DIGNITY’s liquidity is now fully stabilized.

It is suggested that the annual surplus be transferred to DIGNITY’s equity, thus raising it to just under 22 mio. DKK. The target was originally set to 9 mio DKK, approx. 6,5% of the turnover at the time. The EC suggests that we keep the ratio on 6,5% which means that the equity target for 2023 is approx. 15 mio DKK.

The equity that is above the new target can be used for investments when implementing the coming strategy. Concretely, this will mean that we can safely budget with deficits in the coming years.

Auditor Søren Alexander, PwC, presented the auditor’s report. It is a clean report, i.e. no remarks of substance from the auditors. The audit has also included a performance and compliance audit due to the MFA subsidy. He noted that the financial controlling and quality has been strengthened since 2022 and generally commended the financial team for a very good auditing and accounting process.

The board thanked for the presentation and applauded the results. There was a short discussion of the distribution of surplus in different parts of the organization and on how to decide when and how to use the equity surplus. It was noted that controlling equity will always be part of the general budgeting process.

The board approved the annual accounts 2023, including the decision to transfer the annual surplus to DIGNITY’s equity. The board also approved to change the equity goal from a fixed number, 8-10 mio. DKK as decided earlier, to the more adaptable target 6,5% of the annual turnover.

6. MFA review

The board has received the review from the Danish MFA (Ministry of Foreign Affairs), and RGC shortly presented the conclusions. Generally speaking, it is a very good review, with useful and operational recommendations. The demands are often conflicting – more localization, but also more financial control, to use one example – but navigating this has always been central for DIGNITY’s work.

Based on the review we have started negotiations with MFA on the new DED, and so far, things are looking quite good.

Lars Udsholt (LU) supplemented the presentation with comments based on his longstanding experience with development work: He noted that relative to the last DED from 2019, the significance of the DED has become smaller. Then it was half of DIGNITY's turnover, now it is a quarter.

The report contains unusually many references to the last report, but this is due to the fact that the last review five years ago was rather critical. This report really reflects the strong transformation of DIGNITY's international operations in the past 4-5 years.

He also noted that in the report, DIGNITY is praised for delivering into key priorities of Danish foreign policy, which is rare. And it is also quite unique that the review recommends expansions, especially into new avenues (accountability).

Finally, he wondered about the recommendation on including a board member with specific financial expertise, which doesn't reflect the board's discussion and (contrary) decision on the subject.

The board shortly discussed the recommendation with regards to the board's composition, and it was decided to treat the subject at a later board meeting.

It was also suggested that going forward, the board should receive annual reports on the implementation of the recommendations from the MFA, fx in connection with the annual update on strategic priorities.

In general, the board congratulated DIGNITY and the leadership of the organization on the very good review.

7. Strategy – DIGNITY towards 2030

Based on the discussions at the board seminar in January, and a staff meeting in March, the board was presented with a draft outline of the overall public document 'DIGNITY Towards 2030', and the preliminary strategic considerations.

The board had a broad discussion on different aspects of the draft strategy. In general, the board found that the paper and strategic considerations captured the process quite well. It was recommended that even more emphasis was put on partner collaboration and DIGNITY's partnership approach in general. And that interaction and outreach to partners would be important in the strategy process.

RGC thanked for the rich discussion and good input.

8. Round up from the board workshop

The board took note of the suggested plan for following up on the discussions from the board workshop in January.

9. CANCELLED Research in DIGNITY

10. AOB

Nothing pt.

11. Board's 15 min – feedback from CEO development interview

Closed item.