

ANNUAL MEETING OF THE COUNCIL OF THE DANISH REFUGEE COUNCIL 19 AUGUST 2020

EC=the Executive Committee (blue print)

MEMBERS OF THE COUNCIL

<u>FIRST NAME</u>	<u>SURNAME</u>	<u>ORGANISATION</u>
Agi	Csonka	Chair (EC)
Helene	Ellemann-Jensen	ADRA
Sophie	Rytter	Amnesty International (EC)
Mikala Satiya	Rørbech	Amnesty International
Katrine	Fylking	Danish Union of Teachers (<i>Danmarks Lærereforening</i>)
Rasmus	Larsen Lindblom	The Danish Chamber of Commerce (<i>Dansk Erhverv</i>) (EC)
Sune	Holm Pedersen	Confederation of Danish Employers (<i>Dansk Arbejdsgiverforening</i>)
Celia	Skaarup	The Danish Adult Education Association (<i>Dansk Folkeoplysnings Samråd</i>)
Lotte	Thrane	Danish Authors' Society (<i>Dansk Forfatterforening</i>)
Linda	Herzberg	The Jewish Community in Denmark (<i>Det Jødiske Samfund i Danmark</i>)
Alan	Melchior	The Jewish Community in Denmark
Anders	Laursen	Danish Musicians' Union (<i>Dansk Musiker Forbund</i>)
Marina	Janell	DFUNK (<i>the Danish Refugee Council Youth</i>) (observer to the EC)
Rasmus	Kjær Slot	DUF – The Danish Youth Council
Mads	Busck	FH – Danish Trade Union Confederation (<i>FH Fagbevægelsens Hovedorganisation</i>)
Jørgen	Estrup	The Danish UN Association (<i>FN-Forbundet</i>)
Ole	Olsen	The Danish UN Association
Kim	Simonsen	HK (<i>union for salaried employees</i>) (EC)
Juliane Marie	Neiiendam	The Women's Council in Denmark (<i>Kvinderådet</i>) (EC)
Ibrahim	Hakizimfura	Employee representative (EC)
Sisse	Egeberg	ActionAid (<i>Mellemfolkeligt Samvirke</i>)
Peter	Kellermann Brandorff	Oxfam IBIS (Deputy Chairman EC)
Annahita Marie	Boje Nikpour	Oxfam IBIS
Bente	Christensen	Fellowship of Former Scouts and Guides (<i>Sct. Georgs Gilderne</i>)
Bettina	Bach	Volunteer (EC)
Mathias	Provst Andreasen	Volunteer
Ane Jette	Thomsen	Volunteer
Ulla	Kaiser	Volunteer

GUESTS

Anders	Knudsen	Speaker
Maina	Abbasi	Speaker
Henrik	Wellejus	Deloitte
Christian	Dalmoose Pedersen	Deloitte

Finn	Schwarz	Audit Committee
Michael	Bach	Audit Committee
Andreas	Kamm	Honorary President
Bent	Melchior	Honorary member
Stig	Glent-Madsen	Honorary member

EMPLOYEES OF THE DANISH REFUGEE COUNCIL

Charlotte	Slente	Secretary General
Rikke	Friis	International Director
Lone	Tinor-Centi	Acting Director, Integration
Eva	Singer	Director, Asylum Department
Anne Mette	Barfod	Global Director of Finance
Mads	Egeskov Sørensen	Global Director of HR
Annette	Spanggaard	Director of Communications and Fundraising
Vibeke	Bach Madsen	Development Consultant
Gitte Busk	Grønbech	Coordinator (keeper of the minutes)

Agi Csonka, Chair of the Danish Refugee Council (hereinafter 'DRC') welcomed the Council by apologising the postponement of the annual meeting from 19 May to 19 August 2020 due to the ongoing coronavirus pandemic. Agi Csonka reassured the Council members present that the recommendations of the authorities on social distancing and sanitizer had been met and that it was safe to attend the meeting.

Agi Csonka then welcomed:

- The Council members, the auditors, the Audit Committee and the Executive Committee
- Andreas Kamm, Honorary President, and the two honorary members Bent Melchior and Stig Glent-Madsen
- DRC employees

Charlotte Slente, the Secretary General of the DRC as from 1 December 2019, was given a special welcome to her first annual meeting of the Council. Charlotte Slente made a brief presentation of herself and said, among other things, that the DRC is an organisation with very talented employees managing all aspects of refugee relief work. The DRC is a popular organisation all over the world. These months, Charlotte Slente and her management team are looking into the future, hoping that sometime during the autumn it will be possible to resume the work on the 2025 strategy.

Following the introduction, an in-house presentation was made.

Anders Knudsen, Senior Diaspora Advisor, made a presentation of the DRC diaspora programme, focusing on the great role played by the diaspora in people's former countries of origin. The people play this role because of the migrant remittances, investments in the local economy and job creation, support for rebuilding and developing local areas, advocacy etc. Their commitment fits well with the terms of reference of the DRC to protect displaced persons and support long-term solutions to displacement. Then a description was given of the specific projects carried out by the DRC together with various diaspora groups.

Maina Abbasi of the Afghan diaspora in Denmark gave a very personal description of how the collaboration with the DRC diaspora programme has strengthened her own and her organisation's commitment in Afghanistan.

Re item 1. Election of chairman of the meeting

The Chair moved that Finn Schwarz, partner at Horten Law Firm and member of the DRC Audit Committee, be elected chairman of the meeting.

Finn Schwarz was elected by acclamation.

The chairman of the meeting expressed his thanks for the election and said that it had to be determined whether the Council formed a quorum before the meeting could proceed as set out in **section 8(3)** of the Statutes of the DRC: *Each member organisation has one vote on the Council. The six representatives of the voluntary groups and advisory services for refugees that have concluded a co-operation agreement with the Danish Refugee Council and the members of the Executive Committee have one vote each. They cannot vote by proxy, but before the start of the Council meeting, the member organisations and the voluntary groups may register a substitute for a Council member who is unable to attend. Decisions shall be made by a simple majority vote, unless the Statues provide otherwise.*

The <u>full</u> Council comprises 26 x 1 persons	26
+ Executive Committee members	8
The network of volunteers	6
The Council comprises a total of	40 members

which means that the presence of no less than 20 voting members is required for the meeting to form a quorum.

A roll call confirmed the presence of 27 representatives, that is, at least half the voting representatives were present at the meeting, and the chairman of the meeting was therefore able to announce that the meeting **formed a quorum**.

No objections were raised.

The chairman of the meeting then asked that a deviation from **section 9** of the Statutes of the DRC, which reads *Ordinary Council meetings shall be held every year before the end of the second quarter*, be approved by such majority of the Council members as is required to amend the Statutes. Due to COVID-19, it had been necessary to postpone the annual Council meeting from May to August. According to **section 19**, *the Statutes of the Danish Refugee Council may be amended if at least two-thirds of the Council members present and entitled to vote, see section 8(3), but no less than half the total number of Council members entitled to vote, are in favour at an ordinary Council meeting.*

The chairman of the meeting announced that the **Council members had approved the holding of the meeting** by a show of hands.

According to **section 9(2)** of the Statutes of the DRC, the meeting must be convened by the Chair at no less than two months' notice. Proposals that Council members wish the Council meeting to consider must be submitted in writing to the Chair no later than 21 days before the Council

meeting. No later than 14 days before the Council meeting, the Chair must circulate any proposals as well as the annual report and the agenda for the meeting setting out a number of regular items.

- Notice of the meeting was given by email on 19 June 2020.
- The agenda, the Annual Report 2019 and appendices were circulated to the Council members by email on 5 August 2020.

The chairman of the meeting announced that **the meeting had been duly convened**.

No objections were raised.

Re item 2 The Chair's oral report and its adoption

The chairman of the meeting gave the floor to the Chair, who presented her oral report. The following was mentioned in the oral report:

- Humanitarian trends, including refugee situations, last for a long time and lead to greater pressure on fundamental rights and humanitarian principles.
- The coronavirus crisis.
- Light in the dark, including an increasing interest among NGOs and investment funds and in the private sector to join forces and find new alternative ways to raise funds to help refugees and displaced persons. The Chair highlighted the largest single foundation donation that the DRC has ever received: DKK 120 million from the Novo Nordisk Foundation. This donation is intended to improve the prospects of young Syrian refugees stranded in neighbouring Jordan.
- 2019 was a busy year, the DRC being present in 37 countries, while at the same time it was becoming more difficult to deliver integration activities in Denmark. The influx of refugees to Denmark has decreased, the local authorities assume responsibility for a greater part of the integration work, and the legislation has made it more difficult to run a profitable business. Even though the integration activities of the DRC have been restructured several times, the restructuring has not been sufficient to avoid downsizing, and unfortunately 2020 became the year in which the DRC had to discontinue LearnDanish (*Lærdansk*) and the DRC Interpreting Service (*Tolkeservice*) and to significantly adjust its remaining integration activities in Denmark. The asylum field also had a turbulent year as in June 2019 the Danish Government chose to insource the provision of counselling to refused asylum seekers, which task has been performed by the DRC since 2014.
- 2019 also saw numerous major internal changes, including a new Secretary General. The Chair expressed her thanks to Mads Egeskov Sørensen for being the acting Secretary General in the autumn of 2019 and conveyed her thanks to Andreas Kamm, Stig Glent-Madsen and Finn Schwarz for their immense help and support during the difficult months in the autumn of 2019. Finally, Agi Csonka expressed her thanks to the management, staff and many volunteers of the DRC for their committed and hard work to make a difference to the many refugees and displaced persons around the world.

The chairman of the meeting asked whether anybody wanted to comment or make observations on the oral report. A few comments were made concerning quota refugees and the counselling of refused asylum seekers.

The chairman of the meeting then announced, following the indications given by the Council members, that the oral report of the Chair had been approved by the Council.

The Chair's oral report is available for download at www.flygtning.dk (in Danish).

Re item 3 Adoption of the Annual Report 2019 of the Danish Refugee Council

The chairman of the meeting said that the Annual Report 2019 had been considered at the meeting of the Audit Committee held in the morning of 5 August 2020 and at the Executive Committee meeting held the same day in the afternoon, and that it had been submitted to the Council members together with the recommendation from the Audit Committee and the Executive Committee that it be approved.

Henrik Wellejus and Christian Dalmose of the audit firm of Deloitte and Michael Bach and Rasmus Larsen Lindblom of the Audit Committee attended the meeting to answer any questions.

Anne Mette Barfod, CFO, presented the Annual Report 2019 based on the following slides:

- 2019 highlights
- Development in revenue 2017-2019
- Denmark: Number of asylum seekers
- Denmark: Students at LearnDanish
- Change in revenue
- Net loss for the year
- Development in results
- Investments
- Equity 2014-2019
- Equity relative to revenue for 2014-2019
- International level: Sectors
- International activities
- Denmark: Volunteers
- Staff
- Staff by gender
- Budget 2020
- Forecast 2020

Anne Mette Barfod said that 2019 was a special year when it came to preparing the annual report as the DRC changed ERP systems as at 1 January 2019, which had caused some uncertainty in connection with the presentation of certain financial items and the cash flow statement. However, Anne Mette Barfod emphasised that the financial statements give a fair presentation even though it had been difficult, which was also mentioned in the management's review.

The net loss for the year was smaller than expected. The DRCs revenue for 2019 totalled DKK 3.2bn, a 2 per cent increase on 2018. The net loss for 2019 totalled DKK 29.0m. The loss was smaller than the expected net loss of about DKK 50m, which was mainly attributable to capital gains and a reduction in strategic investments. The loss for the year had a negative impact on equity, which stood at DKK 365m at year-end 2019.

The most recent forecast for 2020 shows that the international activities are still on budget (revenue increase), whereas it is expected that the revenue from national integration activities will decrease, which may be exacerbated by the announced transfer of the counselling services. The consequences of this transfer have not been included in the figures shown on the slides as the negotiations are ongoing and are expected to be completed only later in 2020.

The chairman of the meeting asked if anybody had questions to or comments on Anne Mette Barfod's presentation of the annual report and the management's review. That was not the case.

The chairman of the meeting expressed his thanks to Anne Mette Barfod for the presentation and announced, following the approbation of the Council in meeting, that DRC's Annual Report 2019 had been adopted by the Council.

Re item 4 COVID-19 – briefing by Charlotte Slente, Secretary General

Charlotte Slente briefed the Council of the initiatives taken by the DRC to handle the COVID-19 crisis. First of all, the DRC chose that its focus should be to stay and deliver, in both its Danish and its international operations. The DRC has managed to adapt its organisation and activities to the COVID-19 situation, and Charlotte Slente described how programmes across the world had been adjusted to achieve results even in areas to which it has been hard for employees to gain access due to the lockdown of society. Moreover, the DRC has added an extra element to its programmes and activities in response to the COVID-19 crisis (information, water, sanitary installations, special measures for vulnerable groups etc.). The DRC has also managed to negotiate agreements on flexibility with its donors, applicable even when programmes had to be suspended in full or in part during the lockdown period. Towards the end of April 2020, the DRC issued its first global appeal ever for USD 75m. It was outstanding in that it addressed not only the health issues due to the pandemic, but also the derived socio-economic consequences of COVID-19 for refugees and displaced persons and their host societies, which have been far more serious so far than the actual health consequences. As of today, the DRC has raised about 30 per cent of the target amount, which exceeds expectations. In Denmark, integration and language school activities were made virtual as the Danish society was shutting down. The DRC also quickly opened a coronavirus hotline in Denmark in 26 different languages to make it possible for refugees and their families – as well as other foreigners in Denmark who do not yet master the Danish language well – to access information about COVID-19.

Re item 5 Consideration of proposals submitted

The chairman of the meeting said that no proposals had been submitted.

Re item 6 Election of Chair

The chairman of the meeting referred to the circulated Appendix 6 on the election of the Chair of the DRC.

According to **section 11(1)** of the Statutes of the DRC, *the Chairman of the Danish Refugee Council shall be elected by the Council for a two-year period. The Chairman may be elected outside the group of member organisations. According to section 11(2), the Chairman shall invite nominations for Chairman no later than two months before the Council meeting, allowing one month for submission of nominations.*

A letter from Peter Kellermann Brandorff, Deputy Chairman, inviting members to nominate candidates for the position of Chair was circulated on 19 June 2020.

The secretariat had not received any other nominations for the position of Chairman by the deadline.

The Executive Committee unanimously proposed the re-election of Agi Csonka as Chair of the DRC for another two-year period.

The Council of members supported the proposal of the Executive Committee and re-elected Agi Csonka as Chair of the DRC for a two-year period.

Re item 7 Election of three Executive Committee members

The chairman of the meeting referred to the circulated Appendix 7 and said that three candidates had to be elected as ordinary members of the Executive Committee for a two-year term. Moreover, one member had to be elected for a one-year term as Rasmus Larsen Lindblom would resign from the Executive Committee because he had changed jobs.

The following persons offered themselves for election:

Juliane Marie Neiiendam (nominated by the Women's Council in Denmark – renomination)
 Peter Kellermann Brandorff (nominated by Oxfam IBIS – renomination)
 Kim Simonsen (nominated by HK – renomination)
 Mette Feifer (nominated by the Danish Chamber of Commerce)

Presentations of the candidates had been appended to the notice convening the meeting of the Council. Mette Feifer was not able to attend the meeting, but Rasmus Larsen Lindblom made a short presentation of Mette Feiffer.

The chairman of the meeting asked if anyone else wanted to stand for election. That was not the case. Accordingly, the following candidates sought election:

Juliane Marie Neiiendam, the Women's Council in Denmark
 Peter Kellermann Brandorff, Oxfam IBIS
 Kim Simonsen, HK
 Mette Feifer, the Danish Chamber of Commerce

The chairman of the meeting asked the Council in meeting whether they could approve the election of Juliane Marie Neiiendam, Peter Kellermann Brandorff and Kim Simonsen for a two-year period and the by-election of Mette Feifer for a one-year period and accordingly up for re-election in 2021.

The Council in meeting approved the election.

The chairman of the meeting congratulated the elected members on the election.

The Chair expressed her thanks to Rasmus Larsen Lindblom for his significant contribution to the Executive Committee and the Audit Committee of the DRC.

Re item 8 Election of State-Authorised Public Accountants

The Executive Committee had nominated Deloitte for election as auditors for a two-year period.

Deloitte was first elected in 2018.

The chairman of the meeting announced that Deloitte was elected external auditor of the DRC for a two-year period.

Re item 9 Election of two members of the Audit Committee

Stig Glent-Madsen, High Court Judge of the High Court of Western Denmark, previous Chairman of the DRC from 2008 to 2018 and honorary member, oversaw the proceedings in connection with item 9.

Stig Glent-Madsen referred to Appendix 9 in which the Executive Committee proposed the re-election of Michael Bach of ActionAid and Finn Schwarz of the Jewish Community in Denmark for the Audit Committee for a two-year period.

The Council in meeting approved the proposal, re-electing Michael Bach and Finn Schwarz for the DRC Audit Committee for a two-year period.

Re item 10 Membership fees for 2021

The chairman of the meeting referred to Appendix 10 and announced that the Executive Committee recommended that the membership fee for the DRC remain unchanged for 2021.

As there were no proposals to amend the recommendation, the chairman of the meeting announced that the membership fee will remain unchanged for 2021.

Re item 11 Scheduling of the 2021 Council meeting

The 2021 annual Council meeting was scheduled for Thursday, 27 May 2021 at 5.00 pm.

Re item 12 Any other business

No further business to be transacted under this item.

Re item 13 Closing of meeting by the Chair

The Chair expressed her thanks for a fruitful meeting of the Council. Finn Schwarz was also thanked very much for his commendable conduction of the meeting of the Council.

Applause and dinner.

The meeting ended at 8.00 pm.

Copenhagen, 4 September 2020

Finn Schwarz
Chairman of the meeting

Gitte Busk Grønbech
Keeper of the minutes