



OCP Governing Board Meeting

3 April 2024 | Virtual Meeting

Public Minutes

Objectives of the meeting

The objectives of this meeting were to:

- Appoint new board members and reappoint other roles
- Review progress and updates for OCP's annual strategy
- Deep dive into OCP's targets pipeline and portfolio overview
- Review OCP's financial year-to-date report
- Review and decide on several governance matters
- Review and decide on promotions as part of OCP's annual review
- Look ahead to the in-person meeting in June

Attendance

Governing Board

- Attending: Sally Guyer, Joseph Asunka, Jennifer Bradley, Alan Detheridge, Aidan Eyakuze, Max Nefyodov, Caroline Nicholas, Michael Owh, Tania Perich

OCP

- Attending: Gavin Hayman, Kathrin Frauscher, Steve Chaplain, Lindsey Marchessault, Cindy Cervantes; Deep Dive: Camila Salazar

The Governing Board approved the following:

Documentation & Reporting:

- The [minutes](#) from the last board meeting.
- The [FY24 YTD](#) report.

Financial Authorizations:

- A proposal for a 5% cost of living adjustment to OCP pay scales.
- A contract threshold increase of up to \$10,000.

Governance & Risk:

- The appointment of [Tania Perich](#) and [Caroline Nicholas](#) to the OCP Governing Board.
- The reappointment of [Max Nefyodov](#), Governing Board Director, and [Kathrin Frauscher](#), (non-voting) Secretary of the Executive Committee, to the OCP Governing Board.

Action Items

- The OCP team will send a pay band proposal to the Board for review and approval.
- The OCP team will send a first-quarter financial report to the Board.
- The OCP team will schedule onboarding sessions for the new Board members.
- The OCP team will send Board appointment letters for signature.
- The OCP team will review contract threshold best practices, define a simple, light-touch process, and report on lessons learned and improvements to the Board.
- The OCP team will update Tania on Chile offline.
- The OCP team will send OCP Strategy 2030 targets definitions in PDF version to Caroline.

Summary of discussions and decisions

Conflict of Interest declarations

At the beginning of the meeting, Sally Guyer, Joseph Asunka, Jennifer Bradley, Alan Detheridge, Aidan Eyakuze, Max Nefyodov, Caroline Nicholas, Michael Owh, and Tania Perich all declared no conflict of interest with the April 3rd meeting agenda or decisions.

Governing Board

The meeting commenced unanimously, confirming Tania Perich and Caroline Nicholas's appointment to the OCP Governing Board. Their terms begin on April 3, 2024, and end on April 3, 2027.

The Board also confirmed Max Nefyodov's reappointment as a Governing Board member and Kathrin Frauscher's reappointment as a non-voting Secretary of the Executive Committee. Their terms begin on July 28, 2024, and end on July 28, 2027.

Progress and Challenge Updates

The OCP team and Board discussed progress and challenges. An overview of the top topics included:

1. New strategy (green):

- The OCP team successfully launched their new strategy and received positive feedback for its clarity and presentation. They plan to track progress through new strategy targets measuring improved procurement spending, and people reached. They are considering a significant upgrade to the website to enhance scale and messaging impact, aiming to clarify OCP's contributions to positive change for people and the planet.

2. Progress and impact (amber):

- The OCP team outlined their plan for ten proof points annually to demonstrate progress and impact on better lives and spending under the new strategy. The team has 18 projects in the pipeline for achieving proof points this year, with three slated for publication. Projects include formally launching a new transparency platform for infrastructure projects in Chile, spending and population in Mexico City, impact stories on innovations and procurement audits in Indonesia, and assessments of efforts to reduce direct awards in government procurement in Kazakhstan. The team also has non-proof point articles planned. Discussions emphasized the importance of proof points in ensuring the credibility of OCP's impact.

3. Ukraine (green)

- The OCP team provided updates on the positive progress of the DREAM project, supported by the governments of Ukraine, the UK, the US, and Germany. This progress notably includes its official inclusion in the Ukrainian Government's Public Investment Management Reform Road Map. They discussed that DREAM now includes significant reconstruction projects and that DREAM will be linked to performance improvements in procurements. Additionally, the team addressed tracking legislation for the recovery.

Another priority is registering the DREAM project office as a technical assistance program. Plans for engaging with international donors and local users were outlined, focusing on ensuring local project credibility and increasing participation. The Board acknowledged the project's importance, highlighted the need for including more reconstruction projects, and a focus on major funding agencies. Concerns about the project overshadowing the rest of OCP's work were addressed, with reassurance from the OCP team about mitigation strategies. Other risks, including institutional support and donor management, were also discussed.

4. Lift (amber)

- The Lift program demonstrated positive progress in seven of ten countries, particularly Chile, Brazil, and the City of Boston. Challenges arise in Portland, Senegal, and the UK, encompassing political buy-in, team capacity, and political crises. The Board expressed that Lift can be rated as green as it seems to be going well and expressed interest in learning more about the Chile project and offered assistance to the team. The OCP team acknowledged the offer with gratitude and committed to follow-up.

5. USA (amber)

- The OCP team discussed recruiting a Director to lead the US program and fundraising. The position will be advertised for three weeks starting in April, with interviews scheduled for May and a target start date in August. They noted positive engagements with potential funders for ongoing city-level initiatives and secured speaking engagements at prominent events. The team expressed gratitude for support from the Board in crafting a proposal for developing a 'manifesto' on human-centered digital procurement systems in the United States. The status of this work in OCP's internal ratings remains amber due to ongoing recruitment and fundraising efforts, with optimism for positive outcomes. The OCP team continues to monitor the political landscape to ensure strategic alignment.

6. Europe and Central Asia (amber)

- The OCP team discussed integrating efforts in Central Asia into the Europe Team, forming an ECA Team. They remain optimistic about progress in Kazakhstan, with an anticipated impact story in Q2. However, challenges persist in the region, where civic space is under attack. OCP Senior Manager for Eastern Europe & Central Asia and the Balkans, [Volodymyr Tarnay](#), will now contribute his expertise to the European region led by [Karolis Granickas](#), Head of Europe. Current projects are active in Italy, Germany, the

Netherlands, and Poland, with limited involvement in France. The team remains proactive amidst challenges, particularly in supporting Central Asian allies amidst funding limitations and constrained reform opportunities.

7. Team (green)

- The OCP team had a successful retreat in Mexico City, focusing on strategy alignment and collaboration enhancement. They refined decision-making guidance based on feedback and prioritized promoting inclusion and psychological safety. [Sophie Abache](#) rejoined part-time after maternity leave, while [Boonyarat \(Foung\) Kittivorawut](#) and [Sebastian Barrera](#) joined as Asia Senior Manager and Senior UX Designer, respectively. Kisha Bwenge's departure was noted, with no immediate replacement planned to align with the new strategy's focus on localized communities. Plans include hiring a Director for the US and a Senior Manager for Content Development, reflecting the importance of content packaging in the new strategy.

8. Building solutions (green)

- The OCP team expressed enthusiasm for their new approach to solution building, as outlined in the updated strategy. They highlighted the refinement of their technology service offer, emphasizing three key services to meet partner demand and promote the publication and effective utilization of high-quality data: business intelligence services, OCDS implementation services, and user research and design services. These services will be showcased as part of the website refresh later this year. Additionally, they discussed ongoing efforts to develop solutions that demonstrate the impact of open contracting globally. Overall, the team emphasized the importance of collaboration, innovation, and adaptability in their solutions work. The Board engaged in discussions on AI's potential in green procurement, sought more details on solutions in Colombia and Paraguay, and praised the innovation in procurement, emphasizing the importance of risk aversion.

Deep Dive: OCP Targets and Portfolio Overview

[Camila Salazar](#) presented a deep dive into the OCP targets and portfolio overview. The OCP team introduced new processes to track progress toward strategic targets and enhance coordination across regional and programmatic teams. They highlighted using project trackers in each region to monitor contributions to the new strategy targets. Currently, there are 63 regional projects plus Ukraine in various stages of implementation, with a diverse pipeline of 18 projects expected to demonstrate progress or impact in 2024. These projects cover sustainable public procurement, anti-corruption, vendor inclusion, data

publications, eGP, and infrastructure. The Board discussed differentiating between progress and impact, clarifying definitions, and ensuring robust metrics for measuring success. Overall, there was appreciation for the clarity and enthusiasm for the team's progress.

Finances

FY23 audit (for discussion)

The OCP team provided an update on the FY23 audit, which commenced in mid-February with Rogers & Co. Despite a slight delay, progress is swift. This marks OCP's second full 12-month audit, with expectations for a draft by mid-April, followed by the FY23 990. Another clean audit is anticipated this year. As agreed in the previous board meeting, Rogers & Co will handle both financial statements and Form 990.

YTD Report (for approval)

The FY24 YTD summary included actuals for January only. During this period, the OCP team received \$267K, with \$251K coming from the UNODC extension signed late in December 2023. The second tranche of \$251K is expected next month, fulfilling the grant agreement. Verbal agreements indicate another \$500K extension for a total award of \$1.02m in FY24. Additionally, the FCDO is extending OCP's work in Ukraine for FY24, with a \$1.7m agreement expected to be signed this month. Pre-award talks with MSI regarding the CTC Grand Challenge are ongoing, potentially adding up to \$500K over two years to the budget. Though expected grants from NED and others were delayed, they have no material effect on the FY24 budget.

Income in February included \$2m from the BHP Foundation and first tranches from Eurasia Foundation (\$184K) and Dexis (\$12K) for work in Ukraine and Mexico, respectively. January saw \$15K in unrestricted funding and \$251K in restricted funding from UNODC. Expenses for January were \$506K, slightly lower than budgeted due to caution in initiating expenses for recently signed grants. Reserves increased to \$990K, with plans to add \$150K from the FY23 surplus once the audit is finalized, aiming for a reserve target of roughly \$1.3m.

The Board approved the YTD report.

Proposed 5% cost of living pay increase (for decision)

In December, the Board approved a 5% cost-of-living adjustment for all OCP team members from May, factored into the FY24 budget. The OCP team sought formal approval of this proposal. Inflation has decreased, but adjustments haven't kept up. The 5% increase

is seen as a fair compromise. Discussion included considerations for different countries' inflation rates and global benchmarking. Further exploration of salary band corrections is planned.

The Board approved the 5% cost of living pay increase.

Other Finance Updates

The OCP team proposed increasing the contract threshold from \$2,500 to \$5,000, citing increased organizational budget and transaction volume. This change aims to reduce administrative burden while ensuring strong controls. The Board discussed the documentation process and suggested a more light-touch approach with clarity and consistency. They considered increasing the threshold to \$10,000, aligning with other funder practices, and approved the proposal with further exploration and reporting on the new threshold.

Leadership and team evolution updates

The OCP team outlined leadership and team evolution plans as part of the annual employee appraisal cycle. The Board discussed director-level promotions and compensation.

Next Steps

The next in-person meeting will be held on June 4th and 5th in Washington, D.C., with options for remote participation. Topics for discussion include onboarding, tax, democratic values, OCDS strategy, and UX/design incorporation. Board members will consider which team members to invite for deeper discussions on these topics.

Minutes submitted and approved by: _____