

# MINUTES FROM WSC INCOMING AND OUTGOING MEETING

January 16<sup>th</sup>, 2010 Christchurch, New Zealand

## ATTENDEES:

### INCOMING WSC:

Luke Pensoney..... WSA chairperson  
Maxwell Fraval ..... WSA executive  
Maya Korzybska ..... WSA executive vice  
Samuel Simmonsson ..... MSF chair

Hadrian Fraval Zone ..... Rep 1&2  
Paloma de la Vina ..... Zone Rep 3  
Robiyan Easty ..... Zone Rep 4  
Harvey ..... Peters Zone Rep 5&6  
Dave Hitchcock..... Zone Rep 7  
Pavel Mudarra Michelena ..... Zone Rep 8  
Mauricio Castillo ..... Zone Rep 9

Latifah Taormina ..... SICA chairperson  
Rachman Mitchell ..... SIHA coordinator  
Elwyn Waugh..... WSA accountant

### OUTGOING WSA:

Osanna Vaughn ..... WSA chairperson  
Garrett Thomson ..... WSA executive  
Reinbrand Visman ..... Zone Rep 3  
Valentin Willecke..... Zone Rep 4  
Lateef Bashua ..... Zones Rep 5/6  
Machrus Garces..... Zone Rep 8  
Elisa Sanchez Caballero ..... Zone Rep 9

### INTERNATIONAL HELPERS OUTGOING:

Asmaniah Fraval ..... Area 1  
Hamidah Jelman ..... Area 2  
Sarah Becker..... Area 3

### MSF:

Olvia Reksodipoetro ..... Outgoing Chair  
Hannah Baerveldt..... Trustee  
Ismana Haryono ..... Trustee

Luke and Maya had prepared some agenda items.

- Various MOU's etc., Garrett
- Lessons to be learned from Congress
- The role of WSA directors versus Zone Representative
- The budget and financial situation
- The next council meeting

## 1) Various MOU's etc...Garrett

MOU: WSA & MSF

The latest amendments following the MSF & WSC meeting were read by Samuel and incorporated. Motion: WSA and MSF chairs signed the MOU with the understanding that it can be reviewed at the next WSC meeting. (attachment 1)

6 in favour, 1 abstention (Mauricio Castillo Zone 9 rep) for lack of distribution of the MOU prior to voting, 0 against.

Version 7 of the WSA Mission Statement was presented and tabled for further amendments. (attachment 2) It is a work in progress for the incoming council.

MOU WSA & SDIA Draft 7 December 16th 2009. Strike 'Executive of the' in the title so it reads "Memorandum of Understanding Between The World Subud Association (WSA) and Susila Dharma International Association (SDIA)" (attachment 3)

Travel waiver was presented to those present and a number were signed and given to Garrett. (Attachment 4)

## 2) Lessons to be learned from Congress

It was agreed that this has two aspects, 1) the logistical COT aspect and 2) the WSA content and procedures aspect.

- 1) Maya to have a debriefing with the COT team on January 24<sup>th</sup>, minutes and recommendations to be sent to WSA and the team in Mexico.
- 2) How did WSA meetings work? the working parties, the workshops? Responsibility of the council who need to be more involved in the work of planning the congress. Dave Hitchcock to set up with the new Zones reps an analysis of what worked, what could have been better, should there be a congress chairperson other than the executive chair etc....to present a report for discussion at the next council meeting.

There needs to be follow up from the working parties by establishing the Working task forces, coordinated hopefully by some of those involved. The people need to be identified and contacted by the Executive Team.

## **THE FOLLOWING TOPICS WERE DISCUSSED WITHOUT DRAWING FIRM CONCLUSIONS:**

### 3) The role of WSA directors

The need for directors is due to the WSA being established in the US and thus is a legal requirement.

The WSA Executive had been asked to contact a lawyer (in fact they contacted 2) regarding liability etc. Various amendments to tighten up and legalize the bylaws were made and mostly were approved by congress.

Directors are primarily 'legally responsible' for WSA. Minutes of directors meetings have to be written in a specific way.

Recommendation that directors be indemnified.

Directors have to exercise due care and diligence; if they do so then they reasonably have no personal liability.

It was determined that it is not worth getting liability insurance.

All documents will be on the virtual office, with password given to the WSC.

Difficulty to distinguish between decisions taken as zone representatives versus decisions made as WSA directors.

Directors should be reasonably well informed about the Subud organization.

Directors should provide feedback on legal issues to WSA Executive.

Directors must fix parameters under which the Executive will operate. There should be an informal agreement between the BOD and the executive.

Directors should monitor major developments.

Directors should ideally meet twice a year, can be done via internet and conference calls.

At present the WSA directors do not function properly as a BOD.  
There is a need within Subud to develop 'best practices'.  
There is a need for training the new directors, possibly to look for consultants specializing in Non-Profit Board strategies.

It is clear that the role of WSA director on top of the role of Zone rep and council member is an enormous amount of work thus:  
Could the roles of Zone rep and Directors be done by different people? A discussion needs to begin and a working force established to look at the pros and cons of separating the roles. The idea was that the organization working party task force could look at this.

#### **4) The budget and financial situation**

There is as yet no real overview of the World Congress accounts though Samuel is more confident than before that we might break even. Approximately 1350 paid registrations (but at least 1.600 people present) without counting the waived registrations. Samuel hopes to be able to give an overall view of the WSA financial situation within the next 2 to 3 months. The 2010 budget is not as yet established; priorities need to be established by the new WSA Executive and presented to the council. A base budget exists of course.

It will be easier once the overall financial situation of the WSA is clearer. The hand over process has already begun. Samuel and Hammond Peek have had various working meetings.

The situation is better than anticipated due to 2 large donations (latest being \$207,000 USD from BSB shareholders.) The current reserve is \$530.000 USD, and may be more if we recuperate the WSA \$70.000 advance from World Congress. This covers well over one year (nearly two) of operations.

#### **5) The next council meeting**

There had been a proposal from Subud Britain to host this summer but it was dropped by Paul Gawen for various reasons. The feeling of the council was that this summer is too near and next summer is too far. November seemed a possible date. The WSA Executive is to circulate some suggestions and also countries can propose to host the meeting.

Submitted by Dave Hitchcock and Maya Bernardes

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#### **ATTACHMENTS:**

1. WSA - MSF MOU, signed
2. WSA Mission Statement v7
3. WSA-SDIA MOU, December 16, 2009
4. WSA Travel Waiver