



The endorsed Minutes of the sixty-sixth meeting of the Governing Board held on Friday 1 May 2020 from 14.00 – 16.00 CET via teleconference call.

Present:

Members: Christine Mackenzie (President, Chair); Barbara Lison (President elect); Antonia Arahova (Treasurer); Adjoa Boateng; Huanwen Cheng; Michael Dowling; Marwa El Sahn; Jonathan Hernández Pérez; Catherina Isberg; Sanjay Kumar Bihani; Halo Locher; Sueli Mara Soares Pinto Ferreira; Vicki McDonald; Sonia Poulin; Knud Schulz; Ay Cheng Tay; Helen Vincent; Minna von Zansen; Gerald Leitner, IFLA Secretary General (Secretary, non-member)

Staff: Helen Mandl, Deputy Secretary General & Director Member Services; Stephen Wyber, Manager Policy & Advocacy; Esther Doria, Project Coordination Assistant (minutes).

Welcome and apologies

The IFLA President welcomed all to the meeting. There were no apologies. The President noted the teleconference meetings so far had gone very well, despite some Governing Board members having to attend these at inconvenient hours. She thanked the Governing Board members for their focus and input, especially on the work on the governance review. The President also thanked the Secretary General and IFLA staff for doing great work despite the challenging circumstances caused by COVID-19.

1. General business

1.1 Adoption of agenda

The agenda was adopted. It was decided that the recommendations in all starred items be accepted without further discussion.

Resolution:

- The Governing Board adopted the agenda.
- The Governing Board resolved that the recommendations in all starred items be accepted without further discussion.

1.2 Minutes of previous meetings

1.2.1 Draft minutes of the Governing Board meeting on 13 December 2019

The Governing Board accepted the draft minutes as a true and accurate record of the meeting.

Resolution: The Governing Board approved the draft minutes of the sixty-fourth Governing Board meeting on 13 December 2019 as a true and accurate record of the meeting.

1.2.3 Draft minutes of the extraordinary meeting of the Governing Board on 7 April 2020

The Governing Board accepted the minutes as a true and accurate record of the meeting.

Resolution: The Governing Board approved the draft minutes of the extraordinary meeting of the Governing Board on 7 April 2020 as a true and accurate record of the meeting.

1.3 Resolutions agreed since last meeting, to be read into the Minutes

The following resolutions were agreed since the last meeting and are recorded in the minutes of this meeting:

Joint Open letter on Copyright Exceptions and Limitations, Preservation and Climate Change

The increasing frequency of extreme weather events linked to climate change poses a real threat to the survival of the world's heritage in all forms. To be able to preserve this most effectively, libraries, alongside archives, museums and other heritage institutions, need copyright laws that remove unnecessary barriers to preservation copying, and in particular, allow them to form cross-border networks. The joint letter – to be released on World Intellectual Property Day on 26 April – calls on the World Intellectual Property Organisation and its members to accelerate progress in order to achieve international action.

Resolution: The Executive Committee, on behalf of the Governing Board, resolved to support IFLA's signature of the letter on copyright exceptions and limitations, climate change and preservation.

IFLA Representation on the Coordinating Council of Audiovisual Archives Associations

Following the request at the August Governing Board to explore the possibility to re-join the Coordinating Council of Audiovisual Archives Associations, IFLA has subsequently been able to secure a reduced rate and make clear its intention to re-join. To ensure that we obtain value from our participation, it is important to have a solid form of representation, ensuring that IFLA's interests are represented, and that our wider community benefits. It was therefore proposed to ask the Audio-Visual and Multimedia section to nominate a representative, who would then be charged with working closely with IFLA HQ and reporting to the Governing Board.

Resolution: The Executive Committee, on behalf of the Governing Board, resolved to ask IFLA HQ to ask the Audio-Visual and Multimedia section to name a representative to the Coordinating Council of Audiovisual Archives Associations, and to set out criteria for reporting and coordination with IFLA HQ.

IFLA-ICA Statement on Archiving Rights and Privacy Legislation

Privacy laws around the world are being updated to give users greater protection against misuse and abuse of their personal data in the online world. This is a welcome step, but it is important to ensure that such legislation maintains exceptions which allow the work of libraries, archives and other heritage institutions to continue. Crucially, we must avoid situations where individuals – for example those in power – can simply ask that materials about them be permanently deleted. The statement – produced in cooperation with the International Council on Archives – sets out the issues and calls both for care in law-making, and support for professional development.

Resolution: The Executive Committee, on behalf of the Governing Board, resolved to approve the joint IFLA-ICA Statement on Archiving Rights and Privacy Legislation.

Joint open letter to the Director General of WIPO on Intellectual Property and COVID-19

With libraries forced to close their doors, there has been a major shift to digital channels to support education, research and culture. Too often, this has been hampered by copyright rules which have stood in the way of activities such as online storytimes, remote access to articles and journals and text-and-data-mining. Intellectual property rules also risk making it more difficult to give access to treatments and cures. As a result, IFLA led in the preparation of an open letter which received around 500 signatories, and which was acknowledged by the WIPO Director General as reflecting key questions for governments.

Resolution: The Secretary General, on behalf of the Governing Board, due to short notice and coherence with IFLA's existing positions, approved the joint open letter to the Director General of WIPO on Intellectual Property and COVID-19.

#Culture2030Goal campaign statement on culture in the response to COVID-19

The cultural sector has been among the hardest hit by the crisis, both in terms of production and access. While some actors – notably those delivering cultural digitally – are doing well, those relying on physical meetings are seeing significant threats to their livelihoods. However, the need for culture is strong, both now as a source of comfort and resilience, and during the recovery as a source of innovation, cohesion and good ideas. The statement prepared looks to reflect these points, and urge that culture be a core part of the response to the crisis. It is focused in particular on the UN High Level Political Forum, planned for June, in order to make culture part of its recommendations for the future.

Resolution: The Secretary General, on behalf of the Governing Board, due to short notice and coherence with IFLA's existing positions, approved the #Culture2030Goal campaign statement on culture in the response to COVID-19.

1.4 Matters arising not elsewhere on the agenda

1.4.1 From the minutes of 13 December 2019

It was noted that there are two outstanding items from the minutes; the Risk Register Framework and the Membership strategy. Due to the challenges caused by COVID-19 it has unfortunately not been possible yet to deal with these items, but they will be followed up.

Resolution: The Governing Board noted the items arising from the minutes of 13 December 2019.

1.4.1.1 IFLA Insurances

At the Executive Committee meeting of 12 December 2019, the Executive Committee requested the Secretary General to provide the Governing Board with an overview of IFLA insurances.

The Governing Board was provided with an overview of insurance policies for IFLA and SIGL, as insurances are necessary for both and staff are employed by one or the other body. It was noted that the liability insurance for Governing Board members will expire in February 2021 and there will be a possibility to look at an insurance with better conditions.

Resolution: The Governing Board noted the overview of IFLA Insurances.

1.4.2 From the Executive Committee

The Executive Committee had their meeting the previous day, reviewed the Governing Board agenda, and discussed two main topics: the Honorary Awards in 2020, and the Performance Review of the Secretary General, both items in camera.

The President reported that the EC discussed if the nominations for IFLA's premier awards in 2020 should be considered and decided on, and if yes, how the announcement of the awards should take place, and what type of presentation ceremony or recognition should occur. As there were some excellent nominations, it was decided to go ahead with the awards.

The Honorary Awards Ceremony will take place in 2020 at the General Assembly and will have a virtual presentation.

Resolution: The Governing Board noted the report of the Executive Committee.

1.5 General Business Resolutions

See Resolutions under individual items.

2. Planning

2.1 Strategic Direction 1 Strengthen the global voice of libraries

At the previous meeting the importance of sharing the progress reports was discussed, and this usually happens at the WLIC. As the Congress will not take place this year, alternative ways of sharing the reports such as webinars and online meetings should be explored; this could perhaps be done by the Professional Committee and HQ.

2.1.1 KI 1.1 Show the power of libraries in the SDGs

IFLA has drawn on flagship tools such as the Library Map of the World and the Development and Access to Information report to show the power of libraries within its advocacy work. We also continue to produce focused materials and campaigns around the connection between libraries and development, notably at local level with the World Urban Forum in February, which saw libraries included in the output declaration. The COVID-19 pandemic and its aftermath will require a refocusing of advocacy efforts in order to ensure that libraries are seen as part of the solution and supported as such.

Resolution: The Governing Board noted the report.

2.1.2 KI 1.2 Build a strong presence internationally

IFLA has engaged strongly in both intergovernmental and civil society spaces, including the UN General Assembly, the World Intellectual Property Organization and UNESCO, promoting libraries and library interests. We have seen useful progress in our relations with UN HABITAT (the UN agency focused on local and regional policies) following the World Urban Forum, and in our work with UNESCO after meetings in January. While COVID-19 has inevitably complicated our engagement, with a number of planned side-events cancelled for example, there is still much to work on.

Resolutions:

- The Governing Board noted the report.
- The Governing Board endorsed the nomination of Greg Lukow as the IFLA representative to the Coordinating Council of Audiovisual Archives Associations until August 2021.

2.1.3 KI 1.3 Identify key legal challenges and advocate for action

IFLA is working to expand its capacity to support libraries and library associations in engaging with all policies that affect their ability to achieve their missions. Particular highlights include checklists on the state of policies for heritage preservation and intellectual freedom, a new update of the Marrakesh Monitoring Report, and work to build up a better understanding of literacy strategies and legal deposit policies. We are looking forward to further reflection on the policies that matter for libraries, in order to target IFLA's support most effectively.

Resolution: The Governing Board noted the report.

2.1.4 KI 1.4 Shape public opinion

IFLA has continued work towards an updated statement on Open Access thanks to our Open Access Working Group, and was successful in a bid to the Wikimedia Foundation to organise a satellite event, although COVID-19 means that we will need to change our plans.

Resolution: The Governing Board noted progress on Key Initiative 1.4.

2.1.5 Resolutions Strategic Direction 1 Strengthen the global voice of libraries

See Resolutions under individual items.

2.2 Strategic Direction 2 Inspire and enhance professional practice

2.2.1 KI 2.1 Key resources that inspire the profession

IFLA is strengthening its offer of materials to support efforts around advocacy and development of the profession. We have a particular focus on libraries and library associations in countries involved in Voluntary National Reviews (VNRs) as part of the United Nations 2030 Agenda, and are also constantly working to enrich and deploy flagship tools such as the Library Map of the World, the Ideas Store and the Development and Access to Information report. Previous plans for the Trend Report have been interrupted by COVID-19. The Big Tent meeting, due to take place in March was already prepared, including travel arrangements, and unfortunately had to be cancelled. We are working on alternative ways forwards, both in the organisation, where we are looking at different scenarios, and in the content of the report, including the inclusion of a reflection of the impact of the current COVID-19 crisis. The aim is still to publish the report this year.

It was noted that on page 2 of the report, under "IFLA Strategy", it is mentioned that "The activities have been narrowed down to the top 15 that are most closely aligned to the IFLA Strategy and appear as outstanding, innovative, and feasible activities."

This makes it appear that reports are being ranked, and should therefore be rephrased, as the intention is to identify them as good examples, not to rank them.

Resolution: The Governing Board noted the report.

2.2.2 KI 2.2. High quality campaigns to engage libraries

The Secretary General updated the Governing Board regarding the development of the IFLA website. This is still in the third and final phase Development. IFLA has moved all the work in-house since October 2019, and experienced delay after having to rewrite some of the code provided by the external company. Some concerns were raised that the CMS system could be difficult to work with. The Secretary General will discuss this with the IT team and provide an update at the next meeting. The aim is still to launch the website in August this year.

A summary of activities from January to April 2020:

- New planning methodology with weekly tracking and reporting is in place
- Live sync implemented. It means that everything is continuously being migrated and updated from the current IFLA website to the new one and immediately visible in the test environment (currently set to one-hour update).
- Taxonomy implemented. After analysing recommendations, a new website taxonomy was implemented. It means clear tagging and correct search.
- Professional units were invited to contribute with “About” pages during April.
- Plans made for restructuring Officers’ Corner to ease navigation, to be implemented.
- Resources (publications) analysed and clarified. New structure set up, development of the toolkit in progress. New toolkit will help transform current publications that lack metadata and clear structure into new, well-structured and tagged documents, and other resources.
- Content writing tutorials are in place, new content map based on the IFLA Strategy terminology too.
- Testing- Continuous testing of all features that have been finished or undergoing.

Resolution: The Governing Board noted the report.

2.2.3 KI 2.3 Develop standards to foster best professional practice

Work is well underway to update the Digital Heritage Selection Guidelines, update the Public and School Library Manifestos, and to produce new Guidelines for Libraries serving Refugees and Migrants. We have also advanced work on how to ensure that preservation standards can be adapted to make them useful for a wider range of libraries. We have promoted existing documents and are looking for other areas where standards would help promote IFLA’s missions. The GB was asked to appoint two candidates from the three nominations received for expert advisor positions on the Cultural Heritage Programme Advisory Committee, with a term lasting until August 2021.

Resolutions:

- The Governing Board noted the report.
- The Governing Board appointed Dr. Ramesh C. Gaur from India and Dr. Camila Muñoz Churruca from Chile to expert advisor positions on the Cultural Heritage Programme Advisory Committee, with a term lasting until August 2021.

2.2.4 KI 2.4 Provide tools to support the work of libraries

Platforms and other infrastructures such as the IFLA Library show how IFLA tools can support the everyday work of our members. Progress on the Namespaces project continues and promises to offer valuable new possibilities. We have also been able to agree a practical roadmap for reinvigorating the Risk Register, and to draw on the expertise and reach of our Preservation and Conservation Centres, as well as working on processes for activating those centres which are unresponsive.

Resolution: The Governing Board noted the report.

2.2.5 Resolutions Strategic Direction 2: Inspire and enhance professional practice

See Resolutions under individual items.

2.3 Strategic Direction 3 Connect and empower the field

2.3.1 KI 3.1 Opportunities for face to face networking and learning

The COVID-19 pandemic has made it impossible to carry out our plans for in-person meetings for the foreseeable future. Even if restrictions are lifted in some parts of the world, this will not necessarily be the case everywhere, meaning that large-scale meetings are likely to be impossible for some time to come.

On 7 April 2020, the Governing Board made the difficult decision to cancel WLIC 2020, IFLA's premier face to face meeting. Along with the conference, satellite meetings and the business meetings of Professional Units have also been cancelled. Similarly, it has been necessary to halt plans for the in-person IFLA President's Meeting, previously intended to take place in June 2020. Given that the President's Meeting would also have been the occasion for the Asia-Pacific regional workshop, this has also been postponed to a future date. Nonetheless, we are exploring options for making the best use of digital tools to bring the field together. This includes how to develop an attractive series of talks which enables IFLA to share useful and interesting perspectives on key issues relevant to the work of libraries now and in the future, in an effective, innovative way.

Resolution: The Governing Board noted the report.

2.3.2 KI 3.2 Support virtual networking and connections

IFLA has seen increasing use of our webinar platform by Professional Units, even before the COVID-19 pandemic. We will shortly promote this work alongside specific branding. As for meetings, almost all units have seen their mid-term meetings move to online formats, with the shift going smoothly. IFLA's new in-house mailing lists are working well. With the cancellation of WLIC and the President's Meeting, there are also opportunities to experiment with new ways of engaging members online and supporting their interaction.

Resolution: The Governing Board noted the report.

2.3.3 KI 3.3 Empower the field at national and regional levels

Successful and informative meetings with the Latin America and Caribbean Regional Office have helped identify potential ways forwards in our efforts to empower the field at the regional level. Meanwhile, our work to implement the IFLA Strategy should do the same at the national level by helping to identify areas where IFLA can help.

Resolution: The Governing Board noted the report.

2.3.4 KI 3.4 Targeted learning and professional development

Following the closure of the Global Libraries programme, IFLA agreed to take over the training modules that were part of the INELI programme. The modules were designed by June Garcia and Sandra Nelson to provide learning on a range of topics including time management, convening presentations, innovation, risk management, change management, communications skills, conflict management, using data, advocacy, and community partnerships. Since December, IFLA has obtained the modules from June Garcia. They are in a format suitable to be directly imported into a Moodle platform. IFLA is undertaking the technical work to re-establish its own Moodle site and is exploring renaming and branding to make them available as an IFLA product to the library field.

In the context of work on the website and the development of the IFLA Academy, we will progress towards being able to host the training modules and making them available.

Resolution: The Governing Board noted the report.

2.3.5 Resolutions Strategic Direction 3 Connect and empower the field:

See Resolutions under individual items.

2.4 Strategic Direction 4 Optimise the organization

2.4.1 KI 4.1 Foster long-term stability of organisation

IFLA is undertaking discussions with a number of parties who have shown an interest in IFLA's work and that may be in a position to provide funding for future IFLA programmes. These include organisations in Europe and Latin America. The Governance Review is underway with substantial input from the Governing Board. A workshop will be held on 12 and 13 May to continue this work.

Resolution: The Governing Board noted the report.

2.4.2 KI 4.2 Effectively mobilise human resources

IFLA management decided to create a series of actions to create effective communication, embrace transparency and cultivate strong relationships among staff members. This includes surveys on work at WLIC and internal communication and legal advice on a range of policies. With good preparation, IFLA was able to transition smoothly to a working from home situation. Work with the IFLA Preservation and Conservation centres is being enhanced, and there are welcome signs of intensified activity.

Resolution: The Governing Board noted the report.

2.4.3 KI 4.3 Increase, diversify and engage our membership

Growth across all IFLA regions was a feature of 2019 although individual members are increasing at a faster rate than organisational members. There is growth in national associations in all regions except North America. There is also growth in institutional members but this is lower and presents an opportunity for an IFLA membership campaign. In 2020 IFLA will focus on increasing membership among the Top 500 Universities and with National Libraries worldwide.

A focus on improving global representation will also take place, with the aim to increase country representation in all IFLA regions. Special attention will be given to the MENA region where IFLA membership is still low and in Latin America and the Caribbean.

Resolutions:

- The Governing Board noted the report.
- The Governing Board resolved to admit the new members for the period 15th November 2019–14th March 2020

2.4.4 KI 4.4 Increase visibility through communications

Communications are essential to distributing IFLA's information to the world. The IFLA Strategy is now available in nine languages with more underway. IFLA's Facebook and Twitter accounts direct a lot of traffic to the IFLA website.

The Governing Board thanked IFLA staff for the effective way they have made the transition to working from home.

Resolution: The Governing Board noted the report.

2.4.5 Resolutions Strategic Direction 4: Optimise the organization

See Resolutions under individual items.

3. Professional matters

3.1 Congresses

3.1.1 WLIC 2019 Athens final report

At the Governing Board meeting in December 2018, the Final Report for WLIC 2019 from KIT and the evaluation report from delegates were presented. These documents provided the facts and statistics from the conference and the survey results showing that WLIC 2019 Athens scored highly by delegates. What was not available at the time was a clear picture of the WLIC finances, particularly in terms of promised sponsorship.

In the lead up to the congress, Greece experienced a new government and continuing economic difficulties. Sponsorship was difficult to obtain and IFLA was able to secure support from major philanthropic institutions in Greece. The largest of these was the Stavros Niarchos Foundation whose grant to IFLA was payable after the conference. Following the submission of a report on activities including the cultural evening, bus transport and forty grants for Greek librarians, the Niarchos Foundation provided funding of EUR 122, 252.50. This amount assisted the budget substantially.

The final result for WLIC 2019 after tax is a loss to the IFLA BV II of EUR 48,097.00. Due to the loss, there will be no profit sharing with the Greek National Committee as would have occurred if there had been a larger profit.

Resolution: The Governing Board noted the final status of WLIC 2019.

3.1.2 WLIC 2020 Dublin update

Following the decisions taken at the extraordinary meeting of the Governing Board on 7 April 2020, the cancellation announcement of WLIC 2020 was released on IFLA's website, the WLIC website and on IFLA-L on 9 April 2020. After that, messages related to WLIC 2020 cancellation were released on different channels according to a pre-established and coordinated timeline. 21 target groups were identified and reached with targeted messages and information. The overall reaction to the cancellation of WLIC 2020 has been very supportive and encouraging.

IFLA has been in contact with Conference Centre Dublin to postpone WLIC 2020 to new dates in 2022. A supplemental agreement is pending with the Conference Centre Dublin with the same terms and conditions as 2020 for 2022.

KIT has worked on the organisation of WLIC 2020 since July 2019. IFLA asked KIT to drastically slow down work on WLIC 2020 as of 25 March to reduce any future costs. KIT submitted invoices to IFLA regarding the work accomplished and in line with a strict reading of the contract between IFLA and KIT. With a view to negotiating with KIT, IFLA has taken the step of seeking the advice of its lawyer on this specific matter.

IFLA decided that all registrations should be fully reimbursed with the suggestion for delegates to include a donation. It has been decided that no handling fee would be withheld to encourage donations. IFLA staff will be taking on some of the work of reimbursements to registered delegates and exhibitors to decrease the hours that KIT may have charged.

Resolution: The Governing Board noted the update report on WLIC 2020

3.1.3 WLIC 2021 Update

The Dutch National Committee already transferred to IFLA's BV bank account some of the sponsorship money that was pledged as part of their bid. Our thanks go to the Dutch National Committee.

IFLA HQ, the National Committee and KIT will have a teleconference in May to re-launch the conference planning and review the timeline of preparations for the 2021 Congress. The consequences of COVID-19 for the conference in Rotterdam will need to be discussed with the Dutch National Committee. Risk scenarios have to be developed and discussions with KIT started.

Resolution: The Governing Board noted the report.

3.1.4 WLIC 2022 Update

In October 2019, IFLA was informed that the New Zealand International Convention Centre in Auckland which was under construction was badly damaged by fire. In December, IFLA was informed that the construction was facing delays and might possibly not be ready for WLIC 2022. In March 2020, faced with the construction delay and the COVID-19 crisis, New Zealand National Committee proposed an alternative venue in Christchurch. However the venue is not big enough to accommodate the 270+ sessions that are being held during the World Library and Information Congress. The Governing Board evaluated this situation at its extraordinary meeting on 7 April 2020, and resolved to cancel IFLA WLIC 2022 in Auckland, New Zealand, and that IFLA WLIC 2022 be held in Dublin, Ireland.

IFLA has been in contact with Conference Centre Dublin to postpone WLIC 2020 to new dates in 2022. The Conference Centre Dublin offers the same terms and conditions as 2020. A deposit has already been paid to the Conference Centre Dublin for the 2020 edition. The Conference Centre Dublin agreed to transfer the deposit paid to the 2022 booking. The new dates still have to be determined. Confirmed available dates are Thursday, 14th July - Friday, 22nd July 2022. IFLA's Preferred dates are: -Thursday 21 July – Friday 29 July 2022 or Friday 19 August – Friday 26 August 2022. The Conference Centre Dublin has other bids already for the summer 2022, and IFLA is waiting on the Conference Centre Dublin notification of the outcome of the existing bids.

Resolution: The Governing Board noted the report.

3.1.5 WLIC 2023 Timeline

At its extraordinary meeting on 7 April 2020, the GB resolved that IFLA publish a worldwide open call to host WLIC 2023 (excluding Europe). This decision has been included in the WLIC 2020 cancellation announcement so that IFLA members and others are aware of the decision.

Currently, countries around the world find themselves coping with the social and economic turmoil caused by COVID-19. The ability to submit a viable bid relies heavily on an active national library association, convention centre support and the support of tourism bodies and government agencies prepared to provide guaranteed financial subventions. It is unlikely that any association will be in a situation where they would be able to assemble a promising expression of interest in the coming three months.

It was therefore recommended that the decision on the timing of the call for expressions of interest be delayed until the August or December meeting of the Governing Board, pending information on the global situation regarding COVID-19. A new timeline for the call and decision-making processes would then need to be developed.

Resolutions:

- The Governing Board noted the report.
- The decision on the timing of the call for expressions of interest for WLIC 2023 be delayed until the August or December meeting of the Governing Board, pending information on the global situation regarding COVID-19.

3.1.6 Congresses Resolutions

See Resolutions under individual items.

3.1.7 Other business from CAC

There was no other business.

3.2 Professional programme matters

3.2.1 Professional programme report

The Professional Committee met on 23 and 27 April 2020.

The PC considered the impact of the WLIC cancellation on the work of the Professional Units and made several decisions for guidance related to that work. Units are asked to provide updates on Action Plans, and planned WLIC sessions and papers, indicating whether they will carry the session forward into 2021 or 2022, or if they will use timely session content to provide a webinar, Professional Report or other publication.

The Division Chairs reported news and information from their Units. Work is ongoing in all units and they are showing their adaptability in continuing to move forward with planned actions, and adjusting as appropriate. It was agreed that the PC would begin to meet bi-monthly. The timeline of meeting topics will be proposed by HQ, spreading out work normally addressed in three meetings across six. Action items to be completed prior to the June 2020 Professional Committee meeting were discussed and identified.

Resolution: The Governing Board noted the report from the PC.

3.2.3 Professional committee report on items not elsewhere on the agenda

There were no further items.

3.2.4 Resolution Professional programme matters

See Resolutions under individual items.

4. Financial Matters

4.1 GB meeting financial matters overview

4.1.1 IFLA draft financial report 2019

4.1.2 IFLA analysis draft financial report 2019

The Treasurer presented the 2019 draft annual financial report for IFLA. The Finance Committee members met on 29 April and reviewed the draft financial report 2019 in detail.

The end of year draft result for the core business budget is for a surplus of € 38,062 against a budgeted surplus of € 267. This is the result for operating our core business.

The end of year draft result including Key Initiatives and Earmarked funds (Shawky Salem Conference Grant, Margreet Wijnstroom Fund, Congress Grants and other IFLA funds) is a surplus of € 27,041 against a budgeted surplus of € 267.

As set out in the Reserves Policy, the cost calculated at November 2018 for winding up IFLA and closing down is €1,200,000. It is good practice to have this re-calculated every few years or if circumstances change significantly. At December 31, 2018 the General Reserves of IFLA are € 1,513,581 according to the audited financial statements 2018. The General Reserves of IFLA as at 31 December 2019 amount to € 1,551,643. IFLA is currently upholding sufficient general reserves to carry the costs for closing down over a period of one year and to be able to bear a decline in income streams in 2020 caused by COVID-19.

Due to the worldwide pandemic outbreak of COVID-19 it is at this stage not possible to conclude the audit of the financial statements 2019. Main reasons for this are that:

- Auditors need to be able to access the paper files at IFLA Headquarters and this is not possible as the HQ office is closed since 16 March 2020 and all staff are working from home.
- Since the COVID-19 will have a major impact on the financial situation of 2020, this needs to be explained and estimated in the financial statements 2019 under chapter ‘important events after the balance sheet date’. However, at this point we are still in the stage of seeking external legal and financial advice, estimating, and calculating the financial impact.

The current status of the audit 2019 is that the auditors were able to complete 85% of their audit work in a remote way. At this point, no financial corrections have been advised by the auditors for the bookkeeping 2019.

The Treasurer thanked the FC members, the Secretary General and Finance Director for their work. In comparison to other organisations, IFLA is well prepared to deal with the COVID-19 situation, and the Treasurer complimented IFLA leadership and the very efficient way decisions have been made in regards with the current challenging situation.

Resolutions:

- The Governing Board noted the report.
- The Governing Board accepted the report of the Treasurer on the 2019 third quarter financial result and year end forecast.

The Governing Board meeting was adjourned to convene the General Meeting of the IFLA Holding B.V.

4.2 Shareholders Meeting for IFLA Holding BV and subsidiaries

4.2.1 Draft consolidated result 2019 IFLA Holding BV

4.2.2 Endorsed minutes of director’s meeting IFLA Holding BV on 28 April 2020

The General Meeting of the IFLA Holding B.V. was convened.
The General Meeting was chaired by Christine Mackenzie, Director.

The directors of the IFLA Holding B.V. – Christine Mackenzie, Barbara Lison and Antonia Arachova– met on 28 April 2020 and made the following recommendation to the shareholders meeting:

To approve an extension period of 6 months for the drawing up of the annual accounts on the grounds of exceptional circumstances due to COVID-19.

Explanation of these exceptional circumstances:

Due to the worldwide pandemic outbreak of COVID-19 it is at this stage not possible to conclude the audit of the financial statements 2019. Main reasons for this are that:

- Auditors need to be able to access the paper files at IFLA Headquarters and this is not possible as the HQ office is closed since 16 March 2020 and all staff are working from home.
- Since COVID-19 will have a major impact on the financial situation of 2020, this needs to be explained and estimated in the financial statements 2019 under chapter ‘important events after the balance sheet date’. However, at this point we are still in the stage of seeking external legal and financial advice, estimating, and calculating the financial impact.

Resolutions:

- The shareholders noted the Draft consolidated result 2019 IFLA Holding BV
- The shareholders approved the recommendation from the directors of the IFLA Holding B.V for an extension period of 6 months for the drawing up of the annual accounts on the grounds of exceptional circumstances due to COVID-19.

The Governing Board meeting reconvened.

4.3 Report on items not elsewhere on the agenda

There were no further matters

4.4 Financial Matters Resolutions

See Resolutions under individual items.

5. Governance

5.1 IFLA General Assembly

With the cancellation of WLIC 2020, it is not possible to hold a General Assembly as planned. Under IFLA’s Statutes, a General Assembly will nonetheless need to take place before 30 November of this year. Given that we will be holding a vote on a change to the statutes, the Convening Notice will need to be issued by 30 August (or earlier, if we choose an earlier date). Given ongoing uncertainty about the lifting of restrictions associated with COVID-19, and the time we do have, it was decided to wait until the first half of July before taking any decisions about when or where to hold the General Assembly, and to keep our members informed.

Resolutions: The Governing Board resolved:

- To leave decisions about the time and location of the General Assembly until a meeting in the first half of July or, if this is not possible, August, in order to allow us to take account of the progress of lifting travel restrictions.
- To inform members of this decision after the decision has been made.

5.2 IFLA Annual Report 2019

In previous years, the text of the IFLA Annual Report has been provided to the Governing Board at the April meeting for endorsement. This timeframe ensured that it could be printed and sent to members with the Convening Notice for the General Assembly. It was also then available at the General Assembly in August at WLIC.

This year we have been unable to finalise the Annual Report due to delays with the Annual Financial Statement and particularly the finalisation of the IFLA audited financial reports. One of the key functions of the General Assembly is to receive and approve the annual financial report and accounts. The Governing Board must submit to the General Assembly a report on the fulfilment of the Federation's purposes during the previous financial year and the audited accounts. The Convening notice with the agenda must be sent to all members two months prior to the date of the meeting.

Under the IFLA Statutes, IFLA must hold a General Assembly by the 30th of November. It is therefore agreed that IFLA bring the Annual Report with the audited financial reports to the Governing Board meeting in August for endorsement.

Resolution: The Governing Board noted the report.

5.3 IFLA Governance Review

The President thanked the Governing Board members for staying focused on the IFLA Governance Review, despite the challenging situation all are currently experiencing. With the cancellation of the WLIC, the Governing Board discussed how IFLA will advance with its governance review, and how this will impact on the process of nomination and election in 2021.

The following was taken into consideration :

- The General Assembly needs to be held at the latest on 30 November. Given that this will include a resolution on an amendment to the statutes (to change the procedures for voting on major decisions), we will need to send out the Convening Notice at least three months in advance, so the latest on 30 August.
- We need to consult with our members and Professional Units on the proposed new structure of IFLA, giving them a reasonable time to consult and gather feedback. We will also need to find an efficient way of incorporating this feedback.
- The Governing Board will need to agree on the new structures, and we will need to leave sufficient time to define and agree proposed changes to the Statutes and Rules of Procedure.
- We will need to leave adequate time for Members (at least eight weeks) to vote on the second set of changes to the Statutes (to reflect the new structures).
- We will need to update our Rules of Procedure to ensure that they reflect both the results of the first set of changes to the IFLA Statutes (on voting), ahead of opening the process of voting on the second set of changes. We will also need to update them to ensure that they reflect the results of the second set of changes to the IFLA Statutes (on structures), ahead of the opening of nominations.
- We will need to plan for effective communications.
- At all stages, we need to be aware of the need for preparing papers and proposals, and to process the results.

The GB discussed the further development of a forward timetable, based on the above, and assuming worst-case scenarios, and the possibility to advance the process and so arrive at a conclusion earlier, given that this will benefit our members.

A question was raised regarding the possibility of having the election process in separate stages. There would be advantages and disadvantages to this, for instance that the election process would take longer. The advantages and disadvantages will be listed in an overview for the Governing Board to make a decision.

The GB discussed and noted the draft timetable below:

- Week of 11 May: Governing Board Governance Workshop
- 3 June 2020: Governing Board approves draft for consultation
- June 2020: consultation period with IFLA's Members and Professional Units on the proposed revised governance structure
- 1st half of July: Governing Board discusses General Assembly 2020
- July: Steering Committee reviews consultation responses and finalises draft structure.
- August: Governing Board approves the new governance structure, and discusses communication process for its implementation, and sets out a plan.
- 30 August 2020 (latest): issue Convening Notice for IFLA General Assembly 2020, including draft resolution to amend the articles of the IFLA Statutes related to voting procedures.
- September, revisit proposals, and define proposals for necessary amendments to IFLA's Statutes and Rules of Procedure.
- Mid-October: Governing Board meeting agrees on amendments to the IFLA Statutes related to IFLA's new structures and Rules of Procedure related to voting.
- 30 November 2020 (latest): IFLA General Assembly, with anticipation of agreement of the proposed amendments to the articles of the IFLA Statutes related to voting procedures.
- 2 December 2020 (latest): IFLA members receive electronic ballot on proposed general changes to the IFLA Statutes, with a two-month deadline for responses.
- December: Governing Board meeting, provisional approval of amendments to the Rules of Procedure related to IFLA's new structures.
- 3 February 2021 (latest): Results of the ballot on general changes to the Statutes received and announced.
- 10 February 2021 (latest): Nominations (electronic) open for President-Elect, Governing Board, Professional Units and other elected roles. We would tentatively propose a ten-week deadline.
- 21 April 2021 (latest): Nominations close
- 3 May 2021 (latest): Voting (electronic) opens for elected roles We would tentatively propose a five-week deadline.
- 7 June 2021 (latest): Voting closes, with results announced shortly afterwards.

Resolution: The Governing Board:

- Noted the report
- Discussed and gave advice on the further development of the forward timetable

5.4 IFLA representation on external committees

The Governing Board received an overview on IFLA representation on external committees to inform the Governing Board of the current status.

Resolution: The Governing Board noted the current state of IFLA representation on external committees.

5.5 Meeting Schedule of the Governing Board

With the impact of COVID-19 and an increase in IFLA activities, it is more difficult for the Governing Board to respond to issues in an agile manner. To deal with the amount of information and the necessary decisions, meetings become longer, and the time requirement of Governing Board members is extended. It was proposed to change the schedule of Governing Board meetings to have online/virtual meetings in addition to the three major meetings each year. This will assist particularly at a time when it seems that travel and physical meetings will be difficult for many months to come.

Resolution: The Governing Board endorsed a move to additional smaller meetings to be held by teleconference on a bi-monthly basis.

5.6 Governance Resolutions

See Resolutions under individual items.

Any other business

There was no other business

6. Next Governing Board meeting dates:

12 May 2020 14:00 CET (Zoom call)

13 May 2020 14:00 CET (Zoom call)

Governing Board Governance Workshop

3 June 2020 (Zoom call)

Governing Board approves draft Governance for consultation with Members and Professional Units

1st half July (Zoom call)

Governing Board meeting

17 – 21 August 2020 (Zoom call)

Governing Board, Professional Committee, and other Committees meetings at times to be confirmed.

7 – 11 December 2020

Governing Board, Professional Committee, and other Committees meetings at times to be confirmed.

The President thanked the GB members, Secretary General and IFLA staff and closed the meeting at 16:00 CET