

DRC DANISH REFUGEE COUNCIL'S COUNCIL MEETING

JUNE 16, 2025

MEMBERS OF THE COUNCIL

The Board of Directors (in red)

FIRST NAME	SURNAME	ORGANIZATION
Carsten	Stendevad	Chairperson (Board)
Søren	Theilgaard	ADRA
Nina	Boel	Amnesty International Denmark (The Board of Directors)
Vibe	Klarup	Amnesty International Denmark
Rasmus	Stuhr Jakobsen	CARE Denmark (Board of Directors)
Kim Kirkegaard	Zachariassen	Danish Union of Teachers (<i>Danmarks Lærerforening</i>)
Anja	Gudbergesen	The Danish Chamber of Commerce (<i>Dansk Erhverv</i>)
Lise	Bidstrup	Danish Authors' Association (<i>Dansk Forfatterforening</i>)
Nis	Rømer	Danish Artists' Council (<i>Dansk Kunstnerråd</i>)
Alan	Melchior	The Jewish Community in Denmark (<i>Det Jødiske Samfund i Danmark</i>)
Linda	Herzberg	The Jewish Community in Denmark (<i>Det Jødiske Samfund i Danmark</i>)
Mette	Laurberg	FH (The Trade Union Movement's Main Organization) (<i>Fagbevægelsens Hovedorganisation</i>)
Jørgen	Estrup	Danish UN Association (<i>FN-Forbundet</i>)
Ole	Olsen	Danish UN Association (<i>FN-Forbundet</i>)
Pia Heidi	Nielsen	FOA (Trade and Labour) (<i>trade union for public service workers</i>)
Caroline Tromer	Dragsdahl	Women's Council (<i>Kvinderådet</i>) (Board of Directors)
Karen-Lisbet	Jacobsen	Women's Council (<i>Kvinderådet</i>)
Steen	Folke	ActionAid Denmark (<i>Mellemfolkeligt Samvirke</i>)
Lars	Koch	Oxfam Denmark
Mette	Lybye	Oxfam Denmark
Vagn	Berthelsen	Oxfam Denmark (Board of Directors)
Michael Hejlskov	Jacobsen	Save the Children
Birthe	Munck-Fairwood	Intercultural Christian Centre Denmark (<i>Tværkulturelt Center</i>)
Erik	Lyby	Volunteer Representative, Region Zealand
Jens Vinther	Fa	Volunteer Representative, Capital Region of Denmark
Henrik	Bodskov	Appointed member of the Board of Directors
Torben	Huss	Appointed member of the Board of Directors
Ulla	Næsby Tawiah	Appointed member of the Board of Directors
Guests		
Stig Glent	Madsen	Honorary Member

Christian	Dalmose Petersen	Deloitte
Thomas Holm	Christensen	Deloitte
Finn	Schwarz	Audit committee
Michael	Bach	Audit committee

Employees of the DRC

Charlotte	Slente	Secretary General
Pia	Løvengren Ravn	Executive Director for Finance, Risk, IT, Supply Chain & Commercial Contracts
Amelina	Jaskowiak	Head of Financial planning and analysis
Eva	Grambye	Executive Director for Strategy, Programme & Results
Mads	Sørensen	Executive Director for People & Organization
Kenneth	Flex	Director of Integration
Trine	Korsholm Jensen	Executive Assistant to the Secretary General (outgoing)
Signe	Rasmussen	Executive Assistant to the Secretary General (incoming)
Alexander	Lunøe Holmboe	Student Assistant
Vibeke Bach	Madsen	Corporate Strategic Advisor

Carsten Stendevad, Chairperson of the DRC Danish Refugee Council (DRC)' Board of Directors, welcomed the meeting of the DRC's Council.

Carsten welcomed the audit by Deloitte, the audit committee by Finn Schwarz & Michael Bach.

DRC's management was represented by Secretary General Charlotte Slente, Pia Løvengren Ravn, DRC's new Executive Director for Finance, Risk, IT, Supply Chain & Commercial Contracts, Mads Sørensen, Executive Director for People & Organization, Kenneth Flex, Director of DRC Integration, and Eva Grambye, Executive Director for Strategy, Programme & Results.

Theme: The strategic direction of DRC in light of the decisions of the new US administration

Presentation by Charlotte Slente, Secretary General

Secretary General Charlotte Slente began by informing the Council about DRC's strategic direction in light of the changed donor landscape.

The Secretary General elaborated on how the U.S. suspension of aid and engagement overnight has sent shockwaves through the humanitarian sector at a time when humanitarian needs are historically high and respect for international humanitarian law is under massive pressure. At the same time, it was emphasized that the reduction in aid is a broader trend, and that other donors are also cutting aid – although more announced and regulated. The Secretary General pointed to the risk that donors will give greater priority to aid for life-saving efforts, which is not an appropriate strategy to reduce the need for humanitarian aid in the long term. The DRC therefore advocates for maintaining a focus on prevention, strengthening resilience and capacity building at country level, while maintaining protection as a cross-cutting priority for humanitarian efforts.

While the DRC has so far had about half of the US grants resumed, it remains unclear what the final outcome of the US's ongoing review of their aid will be and how it will affect the possibilities for new grants. The DRC is therefore working on the basis of a future scenario without US assistance.

The Secretary General reviewed how the DRC has so far taken a number of measures to adapt to the current financial situation, and a future without US assistance. DRC's overhead financed costs will be reduced by 30% (DKK95-100 million), the geographical footprint will be reduced from 34 to 28 country

operations, selected HQ-driven projects will be closed or restructured, the representative offices in Berlin and Geneva will be reduced, and the DRC's regional structure is being rethought. The strategic direction of the DRC is driven by the organization's core mandate, a focus on country operations, strengthening local partnerships, fostering innovation and diversifying revenue streams, as well as advocacy for the promotion of respect for international humanitarian law.

In response to follow-up questions about expectations for the U.S. principles for future assistance, the Secretary General stressed that the DRC will not compromise on core principles such as inclusion and diversity. The ensuing discussion also focused on how the DRC can advance the localization agenda by setting more quantitative targets and reporting on progress in the annual report and to donors.

Re item 1. Election of chair of the meeting

On behalf of the Board, the Chairperson proposed to elect lawyer and member of the DRC Danish Refugee Council's Audit Committee, Finn Schwarz, as chair of the meeting.

Resolution: Finn Schwarz was elected chair of the meeting by acclamation.

The chair of the meeting expressed his thanks for the election and stated that before the meeting could continue, it had to be determined whether the Council had been lawfully convened and formed a quorum.

According to **article 9(2)** of the Statutes of the DRC, the Annual Meeting of the Council must be convened by the Chairperson at no less than two months' notice. Proposed motions that Council members wish the Annual Meeting to consider must be submitted in writing to the Chairperson no later than 21 days before the Annual Meeting. No later than 14 days before the Annual Meeting, the Chairperson must circulate any proposed motions 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 2 April 2025.
- The agenda, the 2024 Annual Report and appendices were circulated to the Council members by email on 28 May 2025.

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

Article 8(3) of the Statutes of the DRC reads as follows: *Each member organisation has one vote on the Council. The six representatives of the voluntary groups and advisory services for refugees that are part of and have concluded a co-operation agreement with the Danish Refugee Council and the members of the Board of Directors 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 Statutes provide otherwise.*

The **full** Council comprises

22 member organizations x 1 persons	22
+ Board of Directors (incl. the Chairperson)	10
The network of volunteers	6
The Council comprises a total of	38 members

This means that the presence of at least 19 voting members is required for the meeting to form a quorum.

A roll call confirmed the presence of 26 representatives, that is, at least half of the voting representatives were present at the meeting, and the chair of the meeting was therefore able to announce that the meeting **formed a quorum**.

Re item 2. The Chairperson's oral report and its adoption

The chair of the meeting gave the floor to Carsten Stendevad, who presented his oral report.

The chairperson began by acknowledging the very difficult time that DRC has been through and thanked the Secretary General and DRC's employees for their efforts and for the – despite the uncertainty – clear communication. Outlining the current historically high humanitarian needs and the number of forcibly displaced people – over 123 million people – it was emphasized that the world continues to need organizations like the DRC with a core focus on protection.

The chairperson referred to the annual report in which the Danish Refugee Council's results are elaborated.

After the chairperson had presented his oral report, there was an opportunity to ask questions about the report. No questions were received.

The oral report is appended to these minutes.

Resolution: *After it had been possible to ask questions regarding and comment on the report, the chair of the meeting noted that the Council had approved the oral annual report.*

Re item 3. Adoption of the 2024 Annual Report of the DRC

The chair of the meeting informed the Council that the 2024 Annual Report had been sent to the Council members together with the recommendation from the Audit Committee and the Board of Directors that it be approved.

From Deloitte, DRC's external auditor, Thomas Holm Christensen and Christian Dalmose Pedersen were present and from DRC's audit committee, Finn Schwarz and Michael Bach were present and available to answer questions.

Amelina Jaskowiak, Head of Financial Planning and Analysis, presented the **annual results for 2024**.

The result for 2024 is negative by DKK 7 million. A result that, in addition to increasing activity, is affected by a number of factors, including losses in fragile contexts (DKK -13 million), positive foreign exchange and bank interest income (DKK 48 million), and depreciation related to previous years (DKK -10 million). The result also includes the consumption of DKK 6 million from the unrestricted reserves (equity).

Revenue increased in 2024 to DKK 3.67 billion, which is an increase of 3 percent from 2023, but 5 percent lower than budgeted. This is largely due to an increase in the DRC's international work. National activities remained at the same level as last year, while DRC's fundraising revenue, which in 2023 saw a larger increase related to the situation in Ukraine, decreased in 2024.

Investments in 2024 amounted to approx. DKK 24 million.

Liquidity is good and has been stable since 2022. At the end of 2024, liquidity was just under DKK 1.2 billion.

In response to follow-up questions from a Council member regarding DRC's adaptation to the new global funding situation and expectations for the future, the Secretary General elaborated that DRC has reduced the size of its administration to ensure that the organization is able to move flexibly and agile in the face of continued high uncertainty about the funding landscape and donor priorities. The Secretary General stressed that the DRC's reserve has allowed time for a thorough analysis of core priorities and focus before decisions were made on organizational changes and downsizing. Finally, the Secretary General emphasized that the DRC will further identify whether greater efficiency can be ensured by cooperating more closely with other partners.

The Annual Report 2024 is available for download at drc.ngo.

Resolution: The chair of the meeting announced, following the approbation by the Council in meeting, that the DRC's Annual Report for 2024 had been adopted by the Council.

Re item 4. Consideration of proposed motions

The chair of the meeting said that no motions had been proposed.

Re item 5 Proposed amendments to the Statutes of the DRC

The Board of Directors proposed three amendments to the Statutes of the DRC:

§12 Election to the Board of Directors:

Purpose: To make a clear distinction between board members elected by the Council and board members appointed by the board (the external members).

Amendments highlighted in bold and red:

- §12(1): "up to three external members **appointed** by the Board of Directors, cf. § 12(3)"
- §12(3): "When subsequently electing its officers, the Board of Directors shall determine what competencies are deemed necessary as complementary competencies to the Board of Directors and can then **appoint** up to three external members to the Board of Directors. Such members are **appointed** for a three-year term. Any person who possesses the skills the Board of Directors wishes to supplement with can be **appointed** as an external member to the Board of Directors."

Section 12(2), paragraph 3 on time period for elections:

Purpose: To clarify that board members may serve for a maximum of 9 consecutive years – regardless of the number of re-elections – and to reintroduce a waiting period of three years before re-election for a new period.

Amendments highlighted in bold and red:

- §12(3): "Members of the Board of Directors are elected to hold office for three-year terms. Three of the ordinary members **elected by the Council** are up for election in year one and three in year two (none in year three), and (possibly) one or two of the external members are up for **appointed** each year. **Members of the Board of Directors and the chairperson may serve for a maximum of nine consecutive years, typically corresponding to a total of three election periods. There is a three-year waiting period before it will be possible to run for re-election to the Board of Directors.**"

§17(6) Annual report and audit:

Purpose: That the Board of Directors appoints 2 members to the Audit Committee (1 member is appointed according to current statutes).

Amendments highlighted in bold and red:

- §17(6): "The audit committee consists of **four** members: **Two** representatives of the Board of Directors, **appointed** by the Board of Directors. **One** external member with expertise in legal matters, elected by the Council. **One** external member with expertise in financial matters and a state-authorized auditor designation, elected by the Council. The election period for an audit committee member is two years. **The two external members are elected in a staggered manner, one year apart.**

The chair of the meeting presented the proposed amendments and asked the members of the Council whether they had any comments on the proposal. No one had any comments.

Resolution: *The chair of the meeting announced that the motion to amend the Statutes of the DRC Danish Refugee Council had been passed.*

Re item 6. Election of 1 member to the Board of Directors

A new member of the Board of Directors was to be elected extraordinarily (§12 (4)), as Mette Feifer resigned from the board. Article 12(4) of the Articles of Association specifies the guidelines for resigning from the Board of Directors.

Prior to the meeting, the Danish Chamber of Commerce had nominated Henrik Bodskov, CEO of the IT company Aeven, for the post. Henrik is already part of DRC's Board, where he has sat as an appointed board member since 2023. The Chairperson recommended the election of Henrik Bodskov due to his strong competencies in general management, digitalization, business development and innovation - competencies that the Board of Directors continues to strongly need.

No other candidates had been nominated.

Resolution: *There were no questions or comments from the Council, and Henrik Bodskov was elected by acclamation.*

Re item 7. Election of 1 representative to the Audit Committee with expertise in financial matters and a state-authorized public accountant designation, cf. Article 17(6) of the Articles of Association

Resolution: *Michael Bach (MS) was elected to the Audit Committee for a 2-year period by acclamation.*

Re item 8. Election of 3 members to the DRC Kenya Board of Directors

Resolution: *The three candidates nominated by the DRC Board of Directors were elected to the DRC Kenya Board of Directors: Kim Simonsen (member of the DRC Board of Directors), Finn Schwarz (member and chairperson of the DRC Audit Committee) and Michael Bach (member of the DRC Audit Committee).*

Re item 9. Membership fees 2026

Resolution: *As there was no proposed motion to amend the recommendation, the chair of the meeting announced that the membership fees will remain unchanged for 2026.*

Re item 10. Date of meeting of the Board of Representatives 2026

The 2026 annual meeting of the Council was scheduled for 8 June 2026 at 5.00 pm.

Re item 11. Any other business

No further business to be transacted under this item.

Re item 12. Closing of meeting by Carsten Stendevad

The floor was passed to the Chairperson, who expressed his gratitude to the Council members for a good annual meeting and fruitful discussions.

Copenhagen, 16 June 2025.



Finn Schwarz (Jul 7, 2025 08:17 GMT+2)

Finn Schwarz

Chair of the meeting



Trine Korsholm Jensen (Jul 4, 2025 11:54 GMT+2)

Trine Korsholm Jensen

Keeper of the minutes



Carsten Stendevad (Jul 4, 2025 06:11 EDT)

Carsten Stendevad

Chairperson












Minutes_Council Meeting 2025-06-16_Final

Final Audit Report

2025-07-07

Created:	2025-07-04
By:	Vibeke Bach Madsen (vibeke.bach.madsen@drc.ngo)
Status:	Signed
Transaction ID:	CBJCHBCAABAAcP4j0aVDwVTf01PzsSfGUI9J7KbWJjRV

"Minutes_Council Meeting 2025-06-16_Final" History

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2025-07-04 - 9:52:52 AM GMT
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2025-07-04 - 9:52:57 AM GMT
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2025-07-04 - 9:52:57 AM GMT
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