



## NORA Advisory Board Minutes 16th June 2021

**Attending:** Cass Bromley, Pierre Boudry, Kruno Bonačić, Joanne Preston, Hein Sas, Bill Sanderson, Henning von Nordheim, Boze Hancock, Philine zu Ermgassen

**Apologies:** Tristan Hugh-Jones, Alison Debney

**Chair:** Pierre Boudry

### Agenda

- 1) General remarks
- 2) Approve minutes from June/July meetings
- 3) NORA 4 – update on Covid-19 rules and in person conference planning (Hein Sas)
- 4) Discuss and approve draft letter to the NORA community (Joanne Preston)
- 5) Draft NORA Advisory Board Structure and Composition (Boze Hancock)
- 6) Any other business
- 7) Time and duration of the next meeting

### Minutes

**Attending:** Pierre Boudry, Kruno Bonacic, Cass Bromley, Alison Debney, Tristan Hugh-Jones, Bernadette Pogoda, Joanne Preston, Hein Sas, Henning von Nordheim, Bill Sanderson, Philine zu Ermgassen, Boze Hancock

**Apologies:** Kruno Bonacic

**Chair:** Bill Sanderson

### Agenda

- 1) Future funding for NORA
- 2) Review of the possible text for statutes, should NORA become a legal entity
- 3) Structure and function of a Board Of Directors (BOD), should NORA become a legal entity

### Minutes

#### 1) Funding update

- A formal collaboration between Ifremer-AWI is progressing slowly. The collaboration could still potentially add funding to run NORA but having the structure in place to make that decision is still some way off.
- There will be a funding call for EU EASME NGO Operating Grant to support NGO's which is expected in early summer. This was identified by the Dutch Liaison Organisation (RVO) as a good option for funding NORA. For NORA to apply we would need to be registered as a legal entity in Europe. A major incentive to discuss the process of registration soon is so we can take advantage of that announcement. A proposal is also being prepared for the Dutch Ministry of Agriculture, Nature and Food Quality for work to increase the production of oysters for restoration for up to 100,000€ over 2 years. A portion of these funds would be available for maintaining the NORA Secretariat. The project can be formally granted to Wageningen Marine Research, so that this option does not require that NORA is registered as a legal entity.
- The sponsors of the NORA4 conference have approved any unspent funds be directed toward supporting the functions of the NORA Secretariat.
- TNC has secured additional funding to maintain the NORA Secretariat through Dec 2021, though at a reduced level of activity.
- There is a possible option for funding through the Scottish Government but, if successful, this would not be available for the next year or longer.
- Concern that the options for governmental support had not been fully exhausted. Even though the funding sub-group of the Advisory Board had investigated all funding options the six members had identified, leading to investigating the process of registering.

#### 2. Review of the Draft Statutes



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Draft statutes required if registering NORA as a legal entity were reviewed in order to provide a clearer understanding of the process and liability involved.

- It was noted that there were some specific instances where the reference to 'reef' could be changed to 'habitat' to be consistent with the NON/NORA Monitoring Guidelines and Restoration Handbook. (Specifically; Ch 1, Article 3, Pt 1 & 3., Ch 2, Article 5, Pt 1. Ch 3, Article 9, Pt 1. To be amended if this document is taken forward.

### **3. Structure and function of a Board Of Directors (BOD), should NORA become a legal entity**

- Should the NORA Advisory Board decide to apply for NORA to become a legal entity, a Board of Directors would need to be formally established. It was noted that the term BOD is not strictly correct and should be referred to the 'Governing Board'.
- Noted that it may be preferable for Governing Board members to be listed as individuals rather than as formally representing an institution within the Governing Board. The added legal liability of such formal representation tends to add time and complexity. An understanding between a board member and their institution that the individual is acting on behalf of an institution can be formalized in many ways, despite not being added to the registration paperwork.
- Noted that it takes time to arrange meetings with institutional leadership to discuss the additional duties associated with the Governing Board therefore significant lead time is required before a Governing Board can be established, should it be necessary.

### **Additional comments**

The remainder of the meeting was spent discussing the merits and decision-making process around registering NORA as a legal entity. There was a general feeling that the process had been unduly rushed. A new meeting in the beginning of July was called for further discussion and decisions about funding, the option of registering NORA as a legal entity and to take up the other agenda points (conference organization etc.) which time did not allow.

### **Actions**

BH to summarize the work of the Funding Sub-group and distribute that along with the background information for this meeting and convene a follow-up discussion in early July.