



BOARD MEETING (Open Session)

Minutes of the Meetings held on 19th September 2014

At the Human Rights Action Centre, New Inn Yard, London, EC2A 3EA

Present:

Sarah O'Grady - Chair
Ruth Breddal
Harrison Littler
Hugh Whitby
Tom Sparks
Richard Cryer
Sarah Ward

Attending:

Kate Allen - Director
Tim Hancock - Director of the Chief Executive's Office
Kerry Moscogiuri - Director of Supporter Campaigning and Communications
Ruth Dawson - Staff Representative
Rosie Chinchin - Director of Fundraising
Rebekah Taylor - PA to AIUK Director (note taker on the 19th only)

Apologies:

Brian Gilda
Rona Keen
Hannah Perry
Cris Burson-Thomas
Tom Hedley
Tony Farnfield – Director of Corporate Services

Minute Number	Detail	Action
MB22/14	<p>Agenda Item 13: Treasurer's report</p> <p>Richard Cryer presented the Treasurer's report and two sets of FSC minutes. Current trends project a year-end surplus of just under 1 million. No concerns about our year-to-date financial performance have been raised at recent FSC meetings. FSC had welcomed Rosie Chinchén's fundraising report and approved its proposals. Richard Cryer noted that there's some outstanding audit and assurance work for the FSC. He recommends that the risk register be reviewed regularly by the Board, and the FSC. Richard Cryer confirmed that FSC are working towards their own 5 year projections, which will give us the opportunity to invest any surplus longer term, thus enhancing our return. Richard Cryer noted that AIUK could be more ambitious in terms of our financial planning.</p> <p>Decision: The Board agreed that the fundraising strategy and budget should be discussed at the next meeting.</p> <p>Rosie Chinchén thanked the Treasurer for all the support she has received from FSC during her first 6 months in post.</p>	
MB23/14	<p>Agenda Item 3: People matters</p> <p>3.1 HRSC Feedback - Sarah Ward (SW) reported that there have been new joiners, who bring with them interesting and diverse experience.</p> <p>Matters discussed at recent HRSC meetings include making sure the Board Code of Conduct is developed. Feedback on the SMT drop-in sessions has been very positive</p> <p>Completion rate for our half year performance and development reviews were excellent.</p> <p>HRSC objectives have not been finalised yet. The number of objectives has been reduced to 4. HRSC have discussed new ways of reporting to the Board. SW explained that they will produce a one page report for the Board which will link back to HRSC objectives. The first of these new reports will be brought to the next Board meeting.</p> <p>Rona Keen is going to lead a review of HRSC. KA will speak to Tony Farnfield more about this.</p> <p>HRSC agreed that an extra hour be added to their meetings for someone to update them on our campaigning work. The next HRSC meeting will be on the 14 October. KA explained that the delay in appointing our OD consultants was due to her trip to Lebanon.</p> <p>With regard to the Staff Survey, it was noted that there are some good actions coming from this. Counsel for next year would be that this needs further thought earlier on, and more ownership of actions. It was also advised to think about the questions for next year – for example, do we want to focus on the issue of communications in more detail?</p>	KA

	<p>3.2 CAPP Evaluation - Ruth Dawson (RD) reported staff feedback on the CAPP Evaluation work. There is a mix of feelings among staff. Some are keen to engage and others aren't. Some don't have faith in the outcome of the review. RD is sitting on the Project Advisory Group and feels the group was put together well, with a good mix of people, and has played a useful and positive role in the Evaluation process. SW thinks that our CAPP Evaluation consultant (Annette Perry) might need a couple of extra days to complete her report. She is currently due to report back on Monday. KA will contact Annette see if extra days are needed.</p> <p>3.3 Nominations Committee – Ruth Breddal (RB) fed back from the Nominations Committee. Communication has been highlighted as an issue and RB emphasised that should anyone feel they are not getting what they want and need from Nom Com, they should ask. The Board discussed the challenges of attracting the right balance of experience and expertise on Sub-Committees. Richard Cryer is aware of three specialist agencies who recruit for the not-for-profit sector and whose charges are reasonable. SW said it would be helpful to talk to the ten most recently joined Sub-Committee members and ask them how they found out about the role. This would give us insight into our current process. KA suggested we add the new Trust joiners too.</p> <p>Decision: Ruth Breddal to take the suggestions to the Nominations Committee.</p>	KA
MB24/14	<p>Agenda Item 7: Lobbying Act</p> <p>Tim Hancock (TH) talked through his paper on the Lobbying Act. The Board discussed the reputational risks of registering against the risks of sanctions by the Electoral Committee should we be found in breach of the Act by exceeding the spending limits. TH explained that time has been tight in terms of giving us space to analyse and ensure compliance. A Board member suggested it could be argued that the Act does not apply to AIUK as we are not involved in party politics.</p> <p>Ruth Dawson reported a question from staff asking what happens when we reach spending limits. TH explained that should that happen, we would have to stop that work. If we register, it's unlikely that we'll exceed the spending limits. Feedback from staff has also highlighted the need to guard against self-censorship.</p> <p>TH confirmed that the guidance will be circulated to the Board when legal advice on implementation has been received. It's expected to be ready the week after next.</p> <p>In respect of the timescale for registration, TH will be in more informed position when he knows more about our current work in Northern Ireland.</p> <p>It was agreed that there will be 50% spending limit threshold. When the threshold is reached, the Board will be informed.</p> <p>A Board member asked what the IS plans to do? Latest understanding is that they do not plan to register, but are thinking this through. The IS is far less likely than AIUK to spend money on campaigning activity. However, we are getting legal advice about options for the IS. We must remember the concept of 'joint campaigning'.</p>	TH

	<p>A review of the Act has been mooted, and if this happens we would want to feed into it. We plan to accumulate evidence of any impact that the Act has on us, and take it from there.</p> <p>Decisions</p> <p>The Board decided to authorise the registration of AIUK under the Transparency of Lobbying, Non-Party Campaigning and Trade Union Administration Act 2014. In reaching this decision, the Board emphasised that AIUK does not seek to influence the choices of voters and neither supports nor opposes political parties or individual candidates. The Board expressed its concern that AIUK's impartial and non-partisan advocacy of human rights could nevertheless fall within the definition of "regulated campaign activity". With this in mind, registration would ensure that AIUK's campaigning could continue to the fullest extent possible.</p> <p>The Board instructed the Director to establish and maintain procedures to maintain compliance with the Act, including a running total of regulated expenditure incurred. The Director is to notify the Board when regulated expenditure reaches £5,000 after which she is to take the necessary steps to secure registration.</p> <p>The Board decided to establish a Working Group to support senior staff and maintain enhanced oversight of compliance with the Lobbying Act. This will comprise the Treasurer, Hugh Whitby and Katie McSherry.</p> <p>The Board will notify the International Board and AIUK Charitable Trust of these decisions.</p>	<p>TH</p> <p>TH</p> <p>KA</p>
--	---	-------------------------------

Chairs Signature _____

Date _____