

Amnesty International UK Section
Board Meeting

21September 2013
G2; Auditorium
Human Rights Action Centre

Present:

Sarah O'Grady, Chair
Hannah Perry, Vice Chair
Cris Burson-Thomas, Treasurer (via Phone)
Louise Ewington (via Skype)
Ruth Breddal
Tom Hedley
Harrison Littler
Sarah Ward
Brian Gilda
Katie McSherry

Attending:

Kate Allen, Director
Kerry Moscogiuri, Director of Supporter Campaigning and Communications
Tim Hancock, Director of the Chief Executive's Office
Tony Farnfield, Director of Corporate Services
Ruth Dawson, Staff Representative on the Board
Selma Shirazi, PA to the Director

Apologies:

Hugh Whitby
Rona Keen

1. INTRODUCTIONS

1.1 Apologies

The Board received apologies from Rona Keen and Hugh Whitby.

1.2 Welcome & Introductions

The Chair welcomed Board members, the Senior Management Team and Ruth Dawson, Staff Representative on the Board to the meeting.

1.3 Announcements

The Chair gave a report on the Board's Closed Session, informing the meeting that she has been elected as Chair and Hannah Perry as Vice Chair of the Board.

2. PREVIOUS MEETING

2.1 Draft Minutes of 13 July 2013; Accuracy

The Board noted paper B/2690 and amended the minutes as follows;
Point 3.2 (Pg.2) 'Board Appointments to Sub-Committees'
Tom Hedley was appointed to the IISC (not the FSC).

Point 3.3 (Pg.3) 'Board Appointments to the Charitable Trust'

Sarah Ward at her interview was informed that she will be appointed to the Trust, but has yet to hear from the Trust since her co-option onto the Board. Tony Farnfield, Corporate Services Director to look into this and contact Sarah Ward.

The Board APPROVED the minutes pending the above amendments.

2.2 Draft Minutes of 13 July 2013; Matters Arising

The Board noted paper B/2691 and action taken since the Board meeting on 13 July 2013. The Board requested all matters arising to note progress on AGM matters as a standing item so Board members can provide an update on where they are on their allocated resolutions.

3. APPOINTMENTS TO THE BOARD

The Board noted paper B/2692 'Process for Appointment of Treasurer'; the paper outlined a recruitment process, role description and person specification for a Treasurer to take up office immediately following the 2014 AGM. The Board discussed the recruitment process, there were concerns about the lack of print advertising, the paper proposed all adverts to be on line. The Board proposed that the AI magazine run an advert alongside online adverts on websites specializing on recruitment of third sector/voluntary roles. The Board agreed to the process, Tony Farnfield, Corporate Services Director to update the Board at its next meeting.

4. 2013 ICM REPORT

4.1 2013 ICM Report Back

The Board noted paper B/2693 'Draft ICM Report', this report was discussed in detail at the 'Governance Day' meeting earlier on the same day and a number of additions and amendments were suggested which will be incorporated into the final report. The Board thanked Kerry Moscogiuri, Director of Supporter Campaigning and Communications for drafting the ICM report. The Board thanked the delegation for all their hard work and congratulated Kate Allen, Director for her ATT talk/presentation. Ruth Dawson, Staff Representative conveyed the staff's gratitude to Kerry Moscogiuri, Director of Supporter Campaigning and Communications and to Cris Burson-Thomas, Acting Treasurer specifically for working on and ensuring that the Section's resolution on Restricted Giving was passed at the ICM.

4.2 Feedback to Activists

The Board were requested to consult their diaries against the planned activists/member meetings so they can advise the office on their availability. It would be good for Board members to attend these meetings either to provide ICM feedback or a general update on governance matters to activists/members.

5. CAPP IMPLEMENTATION UPDATE

The Board noted paper B/2695 'CAPP Implementation Update', which informed the Board that the Senior Management Team's decisions on voluntary redundancies (VR) applications have been made and have been communicated to affected individuals in the organisation. 70 members of staff were originally given "at risk" notices in October 2012 however at the deadline 41 remained "at risk", 20 were in pools for 18 posts and 21 were "unpooled". The Senior Management Team have approved VR applications for 19 individuals (16.4 full time equivalent), which results in;

- 7 staff still at risk – suitable alternative employment opportunities anticipated for most
- Vacancies in the revised structure of 22.5 full time equivalent staff

The cost of redundancy payments for the 19 individuals is £687k, against an agreed budget of £700k. The revised structure saves the Section £890k year on year (2012 salaries expenditure of £8.24m and 2014 forecast cost of £7.35m). This saving together with the CAPP 1 savings of £1.27m and cost of living assumptions £0.2m allows a total saving of £2.5m year on year.

The Senior Management Team have paid close attention to equality and diversity while implementing CAPP, findings suggest there is no gender bias in the consideration of applications.

Ruth Dawson, Staff Representative gave some feedback from staff including how staff/volunteers are feeling, the morale of staff and the desire from staff that the Board be more involved in re-building trust. The Staff Representative stated that staff were surprised and confused that so many applications for voluntary redundancy were approved by management (to the extent that a large number of vacancies will now be created), especially given that the main reason for the restructure was understood to be financial (whilst respecting those decisions for individuals). Staff would welcome suggestions from the Board on how relationships can be improved and how to best realize and utilize the lessons of the last 18 months. The Board thanked the Staff Representative for her feedback and requested that she sends the written feedback by email to the Board.

The Director added that the 19 VR acceptances and practice of keeping posts unfilled (on a permanent basis) over the past year led to the current situation where compulsory redundancy would apply in very few and hopefully no cases.

6. GOVERNANCE TASK FORCE UPDATE

The Board noted paper B/2696 "Minutes of the Governance Task Force (GTF) meeting held 27 July 2013". The Staff Representative highlighted staff's concern around the appointment of Peter Pack to the GTF, staff felt that this appointment is at odds with the financial concerns around governance given his role in the payments of the ex-Secretary General and her deputy. The Chair reiterated that the Board selected Peter Pack after careful consideration of his experience and what he can contribute to the GTF, the Board stands by its decision.

7. TREASURER'S REPORT

The Board noted paper B/2697 'Treasurer's Report'.

At the end of July, there was a surplus of £1,193k, an improvement of £574k against budget. As in 2012, income from legacies is again in 2013 a welcome buffer against other financial pressures.

The Treasurer informed the Board that AIUK is in a favourable financial position in the short term, the Section has managed to offset the delayed CAPP implementation however long term projections specifically from 2017 onwards is still a concern. The Finance Sub-Committee meeting on 8 October will be looking at long term income projection as well as a detailed 2014 budget.

The Board thanked the Treasurer for his report.

8. AGM IMPLEMENTATION UPDATE

The Board noted paper B/2698 'AGM Decisions Tracker'. The Board thanked Tim Hancock, Director of the Chief Executive's Office for the tracker which details where each decision is in its progress towards implementation.

Harrison Littler, Board member asked why the Belgian Section withdrew its resolution (4.03 "Evaluation of the Global Transition Programme") at the ICM. Given the ICM PrepCom's decision to decline AIUK's emergency resolutions, the Belgian resolution was the one AIUK was planning to support in order to bring to the fore AIUK's AGM decisions – principally decisions B5 'Board Support for Specific 2013 ICM Resolutions' and C5 'Accountability, Governance and Management at the IS'. Hannah Perry, Vice Chair offered to engage with the AGM resolution proposers and other interested parties to discuss what happened at the ICM and inform them of the International Executive Council's (the International Board) plan to evaluate the Global Transition Programme.

Tim Hancock, Director of the Chief Executive's Office informed the Board that the AGM Decisions Tracker will inform the Implementation Report which will be circulated ahead of the 2014 AGM resolutions deadline in order to give an opportunity for the proposers of last year's resolutions to respond to the implementation (or otherwise) of their resolutions.

Overall, the implementation programme is progressing well. Resolutions A3 (Improving the Rights of Migrant Workers) and A5 (Disability and Human Rights) are causing some concern. However dialogue with the proposers is ongoing and the Board will be kept updated on any progress.

The Board thanked Tim Hancock, Director of the Chief Executive's Office for his report.

9. EQUALITY & DIVERSITY TRAINING FOR BOARD MEMBERS

Sarah Ward, Board Member reminded the Board that one of the recommendations from the recent events resulting in Ciaran Helferty's resignation from the Board is for the Board to undergo training on equality and diversity. Sarah Ward's recommendation was for the Board to be trained by an agency called Pearn Kandola who specialise specifically on unconscious bias. The training will be split over a period of months and will be focused at Board level.

The Board asked for this training to be offered to the Trustees as well and for the costs to be taken into consideration by the Treasurer before the Board commits to the training. The Board thanked Sarah Ward for the suggestion.

10. DIRECTOR'S REPORT

The Board noted paper B/2700, the Director's Report detailing the Director's activities since the last Board meeting in July 2013.

Closing Remarks

The Chair thanked Board members for attending the meeting and wished them all a safe journey home.