

**Minutes for Board of Trustees Meeting**  
**11 November 2017 11:00-14:30 at 39 Moreland Street, London EC1V 8BB**

**Present:** Tamar Ghosh (TG, Chair), Naomi Phillips (NP, Vice Chair), John Adams (JA, Treasurer), Jenny Bartle (JB), Tom Copley (TC; up to item 25/17), Blaise Egan (BE), Guy Otten (GO), David Pollock (DP), Alexander Williams (ABW), Ewan Main (EM), Alom Shaha (AS), Imtiaz Shams (IS), Amy Walden (AW).

**In attendance:** Andrew Copson (AC, Chief Executive and Company Secretary), Miry Mayer (MM, Assistant to the Chief Executive, minutes), Catriona McLellan (CM, Director of Operations; for item 25/17), Connie Hodgkinson Lahiff (CH, trainee ACE)

Item		Action
22/17/01	<b>Apologies for absence</b> were received from: Michelle Beckett (MB)	
22/17/02	There were no <b>declarations of interest</b> .	
22/17/03	<b>The Board welcomed</b> Connie Hodgkinson Lahiff, who will be joining Humanists UK as the ACE.	
22/17/04	Matters arising from previous minutes not on agenda:	
22/17/05	<b>TG reminded the Board</b> that the Board meetings in 2018 will run 13.00-16.00	
22/17/06	<b>AC updated</b> the Board that the landlords have responded to our agent, saying it was too early to discuss rent rises but that they would expect it to be about £40 per sqft. This will probably be the beginning of a negotiation.	
22/17/07	<u>AOB's</u>	
22/17/08	- DBS Checks for Celebrants- AW	
22/17/09	- Sexual Harassment Policy- NP	
22/17/10	- ToR amend to VC role- TG asked for this to be provided for the next meeting	
23/17	<u>Report of Appraisal of Chief Executive (Separate confidential minute)</u>	
24/17	<u>Management (AC)</u>	
24/17/01	<b>AC presented</b> his management report.	
24/17/02	<b>AC reviewed</b> three items in the management dashboard that were causes of concern. Firstly, the number of pastoral support volunteers in hospitals will be slightly below targets. National successes are not being replicated on a local level, partially due to gatekeepers such as chaplains putting obstacles and frustrate the process. However, it was noted that this is the first of three years' targets and so the aims were always	

24/17/03	slightly speculative.  The second area of concern was regarding public policy: leaving the EU is crowding everything else out of the political agenda, which means people are not thinking of the issues presented by Humanists UK. It means that it is difficult to get anything done and even with mitigating steps, we are less likely to achieve our goals.	
24/17/04	In relation to fundraising, the third cash appeal of the year fell short of the target and was the worst ever bar one. The fourth appeal will be sent out as an emergency one to make up the year's budget. It was noted that with the help of BE an analysis will be conducted, to figure out the factors that lead to good performance.	
24/17/05	<b>AC presented</b> the 2017Q2 and YTD accounts.	
24/17/06	<b>JA talked through</b> the Q3 finances which didn't present surprising results. He also updated the board about the holdings with Barclays bank, of £721,847 at the moment. The board expressed some concern about the end of year position, noting hits on income and expenditure due to donor fatigue, ceremonies levy fee, macro economic situation, and two further rises in interest rates. The Board talked about the need for unknown income to come in, to allow substantial borrowing for the purpose of property purchase was discussed. Otherwise the purchase would need to be funded through gifts from wealthy donors, debt and potentially public fundraising.	
24/17/07	<b>AC reported</b> the new DCAD joining the staff and how his position is intended to improve the income of Humanists UK.	
25/17	CM joined the Board Meeting  <u>Budget</u>	
25/17/01	<b>The Board agreed</b> the final year of the three year budget outlined in 2015, while noting that at the end of 2018 we would reach our minimum reserves level.	
25/17/02	<b>The Board noted</b> the Directors would be meeting in December to explore ways of reducing our non salary expenditure, raising our income, and gearing for operating on a reduced staff capacity in the future, for example by implementing time-saving systems and making use of skilled pro bono workers.	
25/17/03	<b>The Board also noted</b> that the Director of Operations and Chief Executive would be having monthly meetings to review progress against the budget in detail, and the Directors would be having quarterly ones.	AC
25/17/04	<b>The Board agreed</b> to revisit the financial situation and budget at its February meeting, taking into account progress made in income generation as a result of the Director of Communications and Development being in post and the emergency cash appeal.	

25/17/05	<b>The Board agreed</b> that membership fees could in principle be increased in the course of the next few months. If it was thought necessary to do so before the February meeting, <b>the Board agreed</b> it would take a decision by email.	
26/17	<u>Governance</u>	
26/17/01	<p><b>The Board resolved</b>, in order to reduce the governance burden on sections and make them unambiguously a matter for management, to delete section 9 (LGBT Humanists) of the Byelaws, amend section 12 as follows, and renumber accordingly:</p> <p><i>Members and supporters of Humanists UK (i) aged 18-35, (ii) students in higher education, (iii) choosing to identify as part of LGBT Humanists shall automatically be members and supporters of (i) the Young Humanists (ii) Humanist Students and (iii) LGBT Humanists sections of Humanists UK respectively. The sections will be run by a committee or officers appointed by Humanists UK management.</i></p>	AC
26/17/02	The Vice Chair and Chief Executive had met as mandated by the Board and agreed the areas of our Byelaws that should be reviewed. <b>The Board agreed</b> that the following, with the Vice Chair and Chief Executive bringing proposals for change to the Board at its February meeting:	AC, NP
26/17/03	<ul style="list-style-type: none"> <li>Byelaws 1.2.2a and section eight of the <i>Trustee Handbook</i> should be amended to make officer terms three years rather than one, and for the Chair and Treasurer to always be appointed.</li> </ul>	
26/17/04	<ul style="list-style-type: none"> <li>It should be considered whether to create additional Board places for a trustee from each of: Wales, Northern Ireland, and Scotland.</li> </ul>	
26/17/05	<ul style="list-style-type: none"> <li>Byelaw 6 and section 10 of the <i>Trustee Handbook</i> should be reviewed as they currently give different details of expenses allowable for Board members.</li> </ul>	
26/17/06	<ul style="list-style-type: none"> <li>Section 6 of the <i>Trustee Handbook</i> should be reviewed to check that the induction process for new trustees is still relevant.</li> </ul>	
26/17/07	<ul style="list-style-type: none"> <li>Section 7 of the <i>Trustee Handbook</i> should be reviewed to check that the correct skills for trustees are being audited.</li> </ul>	
26/17/08	<b>AC reported</b> as previously requested on the regional breakdown of our membership versus the Board and observed that, in addition to Wales, Scotland, and Northern Ireland, there were the following areas in England where there is currently no trustee registered: the East and West Midlands, and the North East. Yorkshire and London are over-represented on the Board and the South East is under-represented.	
26/17/09	<b>The Board resolved</b> that, in addition to continuing to provide details of regions in electoral material, the times of the meetings and expenses policy will be clarified so as not to deter candidates further from London.	AC

26/17/10	<b>AC reported that</b> the Board's previous decision to include information to help voters see gaps in ethnic and gender representativeness has had the desired effect in that, since this information has been given, no white candidate has ever prevailed over a candidate of another ethnicity and no man has ever prevailed over a woman. As a result, the Board is now more representative of the membership in terms of gender and ethnicity.	
26/17/11	<p><b>The Board discussed</b> whether to make the inclusion of demographic information permanent and <b><u>divided 6-5 to amend section 5 of the Byelaws as follows:</u></b></p> <p>The booklet shall also contain a list of current Board members and their gender, <b>age, ethnicity, and region of the UK.</b></p>	AC
26/17/12	<b>AC suggested that</b> we return to the issue in time for the 2020 elections when further evidence of the effect of including the demographic information will be available.	AC
26/17/13	<b>TG outlined</b> her views on how we might use the existing three vacancies for appointed trustees. In particular she believed that we should find (i) someone with property experience related to our needs, who could lead our efforts to find new offices and (ii) someone who is themselves a significant donor.	
26/17/14	<b>The Board discussed</b> how best to utilise the three vacancies arising in the upcoming AGM.	
26/17/15	<b>The Board decided</b> to look for one candidate with property experience, and one major donor.	
26/17/16	<b>The Board resolved</b> initially to ask Yves Bonavero to become a trustee, as someone with experience in property projects related to charities such as ours.	AC
27/17	<u>History of Humanists UK for 2021</u>	
27/17/01	<b>The Board received a paper</b> updating it on the plan of Professors Callum Brown and David Nash to write a history of Humanists UK to be published by OUP in time for our 125th anniversary in 2021.	
27/17/02	<b>DP pointed out</b> that there is currently a big gap in the coverage of the history of Humanists UK in the literature, especially when comparing to similar organisations such as Conway Hall Ethical Society and the National Secular Society.	
27/17/03	<b>DP added</b> that the gap is also due to the fact that the rise of Humanism and non-belief was covered by people from a religious point of view who are not interested in recognising the contribution of Humanists UK and our influence on British life.	

27/17/04	<b>The Board agreed</b> to sign a contract to commit to the project, to fund a research assistant for the authors, that DP should retain involvement from the Humanists UK side, and that we should seek fundraising and awareness raising opportunities throughout the life of the project.	AC, DP
28/17	<u>Recent news coverage of historic sexual harassment cases</u>	
28/17/01	<b>NP raised a concern</b> that some patrons could be involved in harassment cases being uncovered and mentioned the case of Kelvin Hopkins.	
28/17/02	<b>The Board affirmed that</b> a high standard of behaviour should be expected of all patrons.	
28/17/03	<b>The Board agreed that</b> we would await the outcome of official investigations in any cases where misconduct was denied but that where patrons had brought Humanists UK into disrepute, they would be removed as patrons.	AC
28/17/04	<b>AC will review</b> our own safeguarding policy, will add it to the risk register and build it further. It was mentioned that 3 members of the board (EM, JA, AW) have experience with safeguarding and AC will run the materials past them for approval.	AC
	<u>Post meeting assessment</u> The Board were asked to review the meeting, as an annual exercise. The Board were happy with how the meeting had gone, with mentions of the usefulness of the Chair summarizing positions, and using votes when needed to move things forward. JH requested that agenda items not be tabled without papers in advance. TG mentioned that Board members should write with any other feedback to either her or to NP.  <u>Date of the next Meeting</u> <b>Board Policy and Strategy Away Day on 9 December 2017 11:00-16:00</b> at Cockpit Arts, Cockpit Yard, Northington St, London WC1N 2NP, UK <b>Board of Trustees Meeting on 3 February 2018 13:00-16:00</b> at 39 Moreland Street, London EC1 8BB	