

Minutes of Board of Trustees Meeting

09 July 2022 13:00 - 15:50

39 Moreland Street, London EC1V 8BB

Present: Iain Deboys (ID), Tamar Ghosh (TG), Neil Hawkins (NH, Chair), Charley Jarrett (CJ), Ewan Main (EM), Neil McKain (NM, Vice-Chair), Sophy Robinson (SR), Andrew Russell (AR).

In attendance: Andrew Copson (AC, Chief Executive, and Company Secretary), Catriona McLellan (CM, Director of Operations), Aaron Wilkins (AW, EA to CEO) Minutes.

Item		Action	Deadline
14/22	<u>Procedural Matters</u>		
14/22/01	Apologies for absence: Received from Ann O'Connell, Ruth Kaufman, Fiyaz Mughal, Emma Shepherd, Simon Walker-Samuel, and Stephanie Niven.		
14/22/02	Declarations of interests: CJ declared that as a member of public affairs staff at AQA he has an interest in relation to any on-going legal action regarding KS4 and KS5 Religious Education provision.		
14/22/03	Welcome to new trustees: The Chair welcomed Fiyaz Mughal (FM), Charley Jarrett (CJ), Andrew Russell (AR), and (in absentia) Simon Walker-Samuel (SWS) and invited those new trustees present to say a few words of introduction to the Board.		
14/22/04	Minutes of the last meeting: the minutes of the meeting held on 05/05/2022 were approved with no amendments and there were no matters arising.		
15/22	<u>Management</u>		
15/22/01	AC presented the management report.		
15/22/02	AC drew attention to the number of items in the Strategic Plan that were now showing as amber ('having issues'). There were two main reasons for this: <ul style="list-style-type: none">We were now halfway through a three-year plan and, inevitably, some things were being delivered in a different way from originally envisaged and/or priorities had changed. AC would be looking at ways to reflect this in future Board reports, perhaps by giving more performance data to the Board.		

	<ul style="list-style-type: none"> • More significantly, our operating context had changed. The continuing enervating effect of Covid-19 on our own capacity and the capacity of external bodies and stakeholders had dented productivity. 		
15/22/03	AC reported that it could be demoralising as well as fruitless to continue to pursue goals that weren't achievable in the new context and so we needed to review the plan. Time would be taken at the September day meeting to discuss this.		
15/22/04	The Board noted that all but one of the CommDev rows of the Strategic Plan were showing amber and that, in particular, plans had not been developed yet for most work. The Board recognised that concerns over income would mean that CommDev spent more time on income generation work, but that this needed attention.		
15/22/05	<p>The Board discussed a number of aspects of the management report to do with income including:</p> <ul style="list-style-type: none"> • difficulties meeting new paying member recruitment targets and whether these were overly ambitious • membership retention appearing to be relatively stable • the need to plan for diversification of supporter recruitment methods and the possible need to seek external assistance 		
15/22/06	The Board noted that it was likely that some activity would need to be paused or delayed in light of a possible reduction in income and an increase in the CommDev hours needed to protect income; and that this would be part of the management plans presented to the Board in September for feedback and scrutiny.		
15/22/07	<p>The Board discussed a further number of aspects of the management report including:</p> <ul style="list-style-type: none"> • progress on the Branch Pilot Project • progress in Humanist Care • the forthcoming Law Commission report on marriage law reform 		
15/22/08	AC and CM presented the 2022 YTD accounts.		
15/22/09	AC and CM expressed concerns about budgeted income now and in the coming two years. Although they were not yet at the point where they must formally notify the Board of an expected shortfall in voluntary income, our donations continued to be under budget and member recruitment in particular was performing poorly. Together with DCAD, they would be investigating the causes and making plans to		

	mitigate the harm as a matter of urgency. We had already cut some rows of expenditure but couldn't do more without suppressing activity.		
15/22/10	AC and CM drew attention to the likelihood of pressure on wages at the SMT level as wage inflation in the wider sector, judging by job advertisements, had begun to be detected.		
15/22/11	The Board discussed the designated building fund and the plan to move to purchased offices this year, in light of the current economic situation, and agreed this should go on the agenda for discussion in September, with a view to extending the lease on our current offices for a short period, if financially advantageous.	AC	02/09/22
15/22/12	AC reported there had been no serious incidents.		
16/22	<u>Governance</u>		
16/22/01	The Board discussed the 2022 AGM. There was general agreement that the principle of combining the AGM with the convention was still sound, and that it provided a diverse attendance for the AGM, including people from localities that would often not come to London for a purely administrative meeting.		
16/22/02	The Board reviewed the 2022 Board election, noting that six applications were received for eight Board vacancies and all candidates were elected by a show of hands at the AGM. They noted a significant and unusual lack of regional diversity in Board applicants and that the Board Recruitment Subcommittee would review how to address this.		
16/22/03	<p>The Board agreed to increase membership of the FAC by one additional member and amended the Byelaws as follows (amendment in bold):</p> <p>5 (a) There will be a Finance and Audit Subcommittee, composed of the Chair, the Vice Chair, the Treasurer, and two further Board members with relevant skills, appointed by the Board, with the Chief Executive and Director of Operations in attendance.</p> <p>The Board appointed Ruth Kaufman and Stephanie Niven to the Finance and Audit Committee for initial one-year terms.</p>	AC	

16/22/04	<p>The Board agreed dates for Board meetings throughout 2023 as follows:</p> <p><u>Board Meetings:</u></p> <ul style="list-style-type: none"> • Saturday 11 February, 13:00-16:00 • Saturday 13 May, 13:00-16:00 • Saturday 29 July, 13:00-16:00 • Saturday 18 November, 13:00-16:00 <p><u>Strategy and Policy Away Days:</u></p> <ul style="list-style-type: none"> • Saturday 16 September, 11:00-16:00 • Saturday 10 December, 11:00-16:00 <p><u>Other Dates:</u></p> <ul style="list-style-type: none"> • Annual Conference. 16-18 June 2023 • AGM. 18 June at 15:30 		
16/22/05	The Board discussed options for increasing membership subscription rates as agreed in the 2021-25 Financial Plan, on the grounds that we last raised our rates in 2018 and have experienced cumulative inflation of over 9% in the UK since that time.		
16/22/06	After extensive discussion, the Board agreed they did not want to have differential membership rates in the long term, meaning that they did not want to agree to an option whereby new members would pay a minimum of £5 and existing members a minimum of £4.20.		
16/22/07	<p>The Board agreed to increase the minimums of the membership subscriptions for new members as follows with immediate effect:</p> <ul style="list-style-type: none"> • Full membership - £5/month or £60/year • Family membership - £7/month or £84/year • Life Membership - £850 for life 	AC	
16/22/08	The Board noted there would be a voluntary upgrade for existing members in the coming weeks.		
16/22/09	The Board agreed a mandatory increase to all members on the current minimum to the new increased minimums, to take effect on a date at the discretion of AC.	AC	
17/22	<u>Any Other Business:</u> None		

18/22	<u>Date of next meeting:</u> Policy and Strategy Away Day on 10 September 2022 11:00-16:00, venue to be confirmed.		
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