

Minutes of the BHA Board of Trustees Meeting

11 May 2013 11.00-15.40 at 39 Moreland Street, London EC1V 8BB

Present: Robert Ashby (Chair), Trisha Rogers (Vice Chair), John Woolhouse (Treasurer), Paul Blanchard, Blaise Egan, Alice Fuller, Allan Hayes, Guy Otten, Alan Palmer, David Pollock, Mary Porter, Martin Rowson, and David Savage.

In attendance: Andrew Copson (Chief Executive and Company Secretary), Catriona McClellan (Head of Operations) [for 10/13], Sara Passmore (Head of Education and Promotion) [for 12/13].

Item		Action
7/13/1	No apologies for absence were received.	AC/RA
7/13/2	Declarations of interest were made in relation to any discussion of the Rationalist Association by DP (a director of Rationalist Association) and MR (undertakes paid work for Rationalist Association.)	
7/13/3	The Board approved the minutes of the last meeting with the following changes: <ul style="list-style-type: none">• In 4/13/2 ‘iv’ should be ‘ii’• In 1/13/3 ‘for’ was deleted and ‘on a voluntary basis’ added after ‘AF and DS’• In 4/13/3 ‘in respect of Scottish members’ was added after ‘UKAFHA’• At the end of 2/13/10 and 2/13/11 ‘s’ was removed	
7/13/4	Matters arising from the previous minutes: In relation to 1/13/3 RA reported that MR, AC and RA had met with the President and expanded and developed ideas for involving Distinguished Supporters and High Value Donors more in our work. A development board will be established, a reception for DSs and HVDs held in September, quarterly communications to DSs will begin in June. In relation to 2/13/8 AC reported that the Head of Operations would still attend the Board meeting for discussion of the Annual Report and Accounts each year and hence Catriona was attending today. In relation to 4/13/7 AC reported that the Honorary Treasurer recruitment process had been initiated with a 17 May application deadline and a 12 June interview date.	
8/13	<u>Management</u>	
8/13/1	The Board received the management report for the period 2013Q1.	
8/13/2	The Board requested that, if the number of Partner and Affiliate groups changes,	

	then details of how and why should be included in the management report.	AC
8/13/3	The Board expressed a concern that UKAFHA membership seemed to have dropped off since the introduction of a membership fee. AC confirmed that discussions were ongoing with the UKAFHA committee as to how to keep high numbers and hence legitimacy while at the same time ensuring that there was money to keep UKAFHA going.	AC
8/13/4	The Board welcomed the implementation of a new Ceremonies Marketing plan to emphasise the quality and distinctiveness of the services provided by our accredited celebrants.	
8/13/5	The Board voted congratulations to Rory Fenton for his award recognizing achievements as our Dialogue Officer.	AC
8/13/6	AC reported that the work to have the Marriage Bill amended was taking up much staff time. Meetings had been held with the government minister, government officials and opposition front bench in the Lords and Commons. The outcome was still entirely uncertain.	
8/13/7	The Board discussed the structure of the organizing committee for the World Humanist Congress 2014 and noted that AC would be taking greater responsibility for leading on the Congress from now on. He had deferred his MBA to allow time this year for greater focus on this, as well as on income generation generally.	
8/13/8	The Board noted that , even assuming an 'austerity' World Humanist Congress with full attendance, there would still be a funding shortfall of over £50k which would have to be raised from donations and sponsorship and that RA was drawing up a fundraising plan.	RA, AC
8/13/9	The Board received the management accounts for the period 2013Q1 and welcomed the more condensed format, which was expected to be standard from now on, because it was easier to see the big picture. The Board preferred that any detail should be included in the management report rather than the accounts themselves.	AC
8/13/10	AC reported that income was below budget but that this was largely seasonal and could be expected to be on budget as the year progressed. Nonetheless, it was clear that the 25% increase in income seen in 2011 was not going to be repeated and that 3% was more likely in the few years ahead. With our core income meeting our core costs, we are in a good position, but budgeted expenditure is nonetheless being held back this year and greater energies directed towards fundraising. Savings for 2014 had also been highlighted and the salaries policy would be reviewed this summer. The Board welcomed this responsible attitude.	
8/13/11	The Board requested that it have a presentation on fundraising each year at its	

8/13/12	November meeting. <u>The Board congratulated AC and the Staff Team on the successful premises move and eventual outcome of the negotiations on dilapidations costs for the 1 Gower Street lease.</u>	AC
9/13	<u>Governance</u>	
9/13/1	The Board reviewed the current Trustee Handbook, in accordance with its policy of doing so every May, and agreed that the Handbook required no revision at this time. The Board noted that the processes that had now seen one annual implementation had all worked well.	
10/13	<u>Annual Report and AGM</u>	
10/13/1	AC and JW introduced the Annual Report and Accounts for 2012. AC explained that the ceremonies number reported were not reliable as 66 returns had yet to be received for 2012. JW explained that the net movement decrease in funds of £95,662 was as budgeted and expected. JW also drew attention to the new Reserves statement that reflected the new policy adopted by the board in 2012. There were no surprises in the figures but it was important to raise more money.	
10/13/2	TR proposed and BE seconded that the word 'comprehensive' and the word 'important' should be removed from the Risk statement in the Annual Report. The Board divided 4 in favour and 6 against. It was suggested by AC and agreed that this change could be made to the pro-forma for next year.	AC
10/13/3	The Board unanimously approved the Annual Report and Accounts for 2012.	
10/13/4	The Board agreed the Letter of Representation to the auditors and authorised the chair to sign it.	RA
10/13/5	The Board received and noted the auditor's management letter, which called for no action. The Board noted its satisfaction with this fact, and voted thanks to Bernard Halter, outgoing Head of Operations, as well as all existing staff, for this achievement.	
10/13/6	The Board approved the AGM notice and agenda, and noted that this was the first year that it would be sent electronically to most members. The minutes of the AGM did not record the presence of JW and RA and were amended to do so.	AC
10/13/7	The Board noted that there were seven candidates for five Board vacancies and that the Company Secretary would therefore administer an election according to our Byelaws, with ballot papers distributed in the last week of May.	
10/13/8	The Board voted thanks to Allan Hayes, leaving the Board after six years of excellent service. The Board also voted thanks to RA, AF, DP, MP and hoped to see them at the next meeting following their reelection!	

11/13	<u>Strategy</u>	
11/13/1	Confidential Minute	
12/13	<u>Presentation from Head of Education and Promotion</u>	
12/13/1	The Board received a presentation on the work of her department from Sara Passmore, Head of Education and Promotion.	
13/13	<u>AOB</u>	
13/13/1	AC reported that the next meeting would be asked to agree a change in the Byelaws to distinguish between Life membership and Honorary Membership status.	
	<u>Date of the next Meetings</u> BHA AGM on 13 July 2012 at Bishopsgate Institute, 230 Bishopsgate, London EC2M 4QH BHA Board of Trustees Meeting on 27 July 2013 11.00-15.40 , at 39 Moreland Street, London EC1V 8BB	