

Restless Development
Report on Trustee Meeting, 24th January 2017

Attendance

Attendance is reflected in the following table. Members of the [International Board of Trustees](#) are listed in the left; [Senior Management Team](#) members are listed on the right. The meeting was chaired by Martin Hayman, chair of the Board of Trustees. The meeting was held at the Restless Development offices in London, UK. Apologies were received from Tom Kabuga, Jim Sewell and Myles Wickstead.

Meeting Dates	07 Dec	26 Jan	26 Apr	27 Jul	15 Sept	29 Nov	24 Jan		07 Dec	26 Jan	26 Apr	27 Jul	15 Sep	29 Nov	24 Jan
Hannah Bronwin	●	●	●	●	○	●*	●	Ed Francis	●	●	○	○	○	●	●
Jenny Duvalier	●	●*	○	○	●	○	●	Nik Hartley	●	●	●	●	●	●	●
Affan Cheema	●	●	○	●	●	○	●	Gemma Graham	○	●	●	○	●	●	●
Jon Gorrie	●	●	○	●	●	●	●	Perry Maddox	●	●	○	●	●	●	○
Saffi Jones	●	●*	●	●	☒	☒	☒	Ben Sheahan	●	●	●	○	●	●	●
Tom Kabuga	●*	●	●*	●	○	●	○	Alex Kent	☒	☒	●	●	●	●	○
Carol Monoyios	●	●	●*	●	○	●	●*	Kate Muhwezi	●	●	●	●	○	●	●
Mathew Otubu	●	●*	○	○	●	●	●								
Aamirah Patel	☒	☒	●	●	●	●	●								
Jim Sewell	○	●	○	●*	●	●	○								
Myles Wickstead	●	●	●	●	○	●	○								
Charlotte Eaton	☒	☒	☒	☒	●	●	●								

● In attendance ○ Absent/apologies ☒ Not a Trustee/Resigned *Via Phone/Skype

Minutes & Matters Arising

The minutes and actions from the last meeting were agreed. Matters arising were covered by the meeting. The Chair discussed plans for the upcoming Board Away Day with the Board, highlighting the sessions to be covered. The Chair also shared plans for a buddying system between national board members would be discussed as part of the Away Day.

CEO Report

The CEO opened by highlighting the Directors Conference (held during December in Nepal) and confirmed that it was an opportunity for Directors to fully embrace becoming [a hub within a global agency](#). He recognised our Nepal country programme as one of the biggest successes of our last Global Strategy – a well reputed country programme that had delivered against the odds a locally

driven response to the earthquake. But he noted that the next step for all Hubs is how the agency transitions into an agency made of global hubs that are offering access, innovation and expertise.

The CEO confirmed plans with the Board on the final stages of an interim leadership phase in terms of the Directors and Heads globally and nationally. He shared that a full session would be held at the Board Away Day on this topic.

The CEO shared current plans with the board on the UK office lease. He said that a procurement process is being led to ensure the Agency are looking at the best options and as part of this CSR fundraising opportunities are being explored through various contacts. Further discussions on the office lease would take place at the Finance & Audit (F&A) Board committee.

The CEO made reference to an email – [now a blog](#) – that he had sent to all staff about the new strategy; he encouraged Trustees be familiar with it in advance of the Board Away Day.

Dashboard and Risk Register

Gemma Graham talked through the performance dashboard figures and risk register. The COO went on to confirm that there was no overall change to the risk profile, and the risks that are monitored by the board and the agency's risk profile would be reviewed at the Board Away Day.

Finance and Audit Committee Report

The F&A Chair confirmed that the new Head of Finance and Head of Quality & Audit had joined the Committee meeting and this has been successful so far. He also highlighted that the Committee will be looking for a new Trustee with a Finance/commercial background and this would be advertised next week. The board asked for an early progress report on any outstanding actions from country programme internal audits, to be shared following the meeting.

Programmes and Policy Committee

The Committee confirmed that they had focused on key risks in the risk register and had a specific look at Sierra Leone in the context of its expansion. They recapped on ICS performance across the agency and would be working internally and across the consortium to resolve the issue of early returns from the programme.

The Committee went on to confirm that they are establishing programme principles as part of the new strategy as well as a Results Framework and a guide for how to measure activity. The F&A Committee Chair offered to help and input into the Results Framework.

Investments and Partnerships Committee

The Committee Chair confirmed that the Senior Communications Manager had joined the committee to discuss the communications strategy, to be shared with the board following the meeting. Further discussions were around the positioning of communications within the Committee. The risks were also discussed in depth around Donor Dependency.

The COO updated on DFID and the four international civil society funding mechanisms as well as other grant opportunities through other DfID departments. The COO gave a top line outline of the four mechanisms and confirmed the Agency's activity around each of these, and committed to keep the board updated on progress.

People and Performance Committee

The Committee confirmed three key areas were discussed. The first around bottom line and KPIs, secondly, Safeguarding and Security and how a full plan around training across the Agency is being rolled out, and finally the planned Leadership structure which was conveyed and presented by the CEO as part of the Committee meeting.

It was confirmed that the Committee Chair and one other would be trained in Safeguarding and that it was the responsibility of the Board to review annually the Safeguarding policy and activity. This would be done via the People Committee where 'cases of concern' are reviewed quarterly and brought to the Committee and that the Safeguarding lead (on behalf of Trustees) is the People Committee Chair.

Directors Conference

The COO gave an overview of the Directors Conference Nepal 2016. She highlighted that the key feature of the conference was to launch the global strategy. She noted the transparent nature of the conference with live streams, public questions for staff to submit around the world and [a twitter handle](#). She noted that this year all actions from the conference had been made into work streams for the agency to take forward together. She went on to highlight themes of the conference: Sharing & Learning, Trainings & Policies, Hubs, Strategy and Agency.

The F&A Committee Chair, who joined Nepal for the field visit and Governance session gave some reflections of his experience - commenting on the livelihoods projects he visited and the enthusiasm of the communities that the agency is working with.

The Board Chair who also attended added that it was a key opportunity to meet key staff and how the investment of the conference really brings connectivity and sense of belonging to all that partake. He added that the enthusiasm of the whole Nepal office demonstrated the power of young national people as advocates for change. The visit also highlighted the tremendous challenge faced by the Nepali people through and after the earthquake and put into context the extraordinary resilience and efforts of Ravindra and each member of his staff.

The Chair summed up by saying how much the strategy was bringing in an era of deep change across the agency that will be work in progress for everyone within the agency over the upcoming months.

Sierra Leone Update

The Chair welcomed Graham Leigh, the International Director (Sierra Leone) who began by giving a presentation around the scale up operations in Sierra Leone. He started by giving a background to the context of the country and then informed the Board of the personnel and new joiners now based in Sierra Leone and talked through the structure of the Country Programme. He then gave a brief on each of the 13 current programmes in country, and highlighted the donors and partners the country is working with.

He shared an update with the Board on the *Saving Lives* contract and highlighted risks which need to be mitigated, including a shorter timeframe for delivery of the programme and the rapid recruitment needed.

A question was asked around the cultural side within recruitment – bringing people in with the values and work culture of the agency. The International Director confirmed that there were interventions around this such as having a clear purpose of all roles, having a plan in place and the right tiers of management at the top of the structure. He highlighted that the agency is not responding to a crisis like Ebola like before but building a development programme. He also noted that a lot of recruits are known to the Agency (eg former volunteers and staff from the Ebola period) and a training programme is built into the first stages of the project to help prepare them.

Year End

The Finance Director opened by talking through the year end process and confirmed that he is still awaiting two sets of accounts and therefore will not be in a position to sign off the accounts until the end of next week. He then proposed that the Board approve the accounts presented to them on the basis that the Chair and the F&A Committee Chair will input into any minor changes, with any substantial changes to be brought back to the Board.

He then presented the accounts and highlighted the key changes in terms of reporting and talked through the content of the report and some financial highlights including income growth and reserves.

The F&A Committee Chair commented that completing year-end had been challenging for various reasons (holiday season, Conference timing, changes in Sierra Leone). He confirmed that he was comfortable with the accounts and happy with the reserves position. Based on the information presented the Board agreed to approve the accounts on the basis that minor changes would be dealt with by the Chair and F&A Committee Chair and substantial changes would be brought back to the Board.

AOB

The Chair confirmed that Tom Kabuga is looking to stand down from the Board and therefore the Agency will be recruiting for a Trustee with financial, commercial and risk experience.

The Chair also highlighted the F&A Committee Chair would be exploring the idea of twinning with the National Boards and that Aamirah and Matthew would be helping to attract young Trustees in each Hub. The Chair also said that he had drafted a manual on Governance that was being discussed and would be circulated in due course for trustee comment.

The Chair also requested a venue for the Away Day and asked all Trustees to sign the Declaration of Interest form.