

**Restless Development  
Minutes of Trustee Meeting 29<sup>th</sup> Jan 2019**

Restless Development Minutes of Trustee Meeting 29<sup>th</sup> January. Attendance is reflected in the table below. Members of the International Board of Trustees are listed on the left; Senior Leadership Team members are listed on the right. The meeting was chaired by Charlotte Eaton, Chair of the Board of Trustees. The meeting was held at the Restless Development offices on Lower Marsh, London, UK. Ed Francis, Matt Beard and Kate Muhwezi joined remotely.

Meeting Dates	19 Sep	28 Nov	23 Jan	24 April	24 July	7 August	11 Sept	20 Nov	29 Jan		19 Sep	28 Nov	23 Jan	24 April	24 July	7 August	11 Sept	20 Nov	29 Jan
Hannah Bronwin	●	●	●	●	○	●	●	●	●	Ed Francis	●	●	●	●	*	○	*	●	●
Affan Cheema	●	●	●	●	●	*	●	●	●	Gemma Graham	●	○	○	○	○	●	○	○	●
Jon Gorrie	●	●	●	●	●	○	○	●	●	Perry Maddox	●	●	○	●	●	●	●	●	●
Bella Mosellmans	☒	☒	☒	●	●	●	●	○	●	Kate Muhwezi	○	○	○	●	●	●	●	*	*
Charlotte Eaton	●	○	●	●	●	●	●	●	●	Katie Rowberry	☒	☒	●	●	○	●	●	●	●
Anand Aithal	●*	●	●	●	●	●	*	*	●	Christina Lewis	☒	☒	☒	●	●	●	●	●	●
Jenny Wilson	☒	☒	☒	☒	●	○	●	●	●	Alex Stewart	☒	☒	☒	☒	●	●	○	●	●
Mark Dickinson	☒	☒	☒	☒	☒	☒	●	○	●	Alex Kent	●	○	○	○	○	○	○	○	○
Paul Wafer	☒	☒	☒	☒	☒	☒	●	●	●	James Sole	●	●	●	●	○	○	●	●	●
Antoinette Boateng	☒	☒	☒	☒	☒	☒	●	*	●										
Amelia Pan	☒	☒	☒	☒	☒	☒	☒	●	●										
Matt Beard	☒	☒	☒	☒	☒	☒	☒	●	*										
Tom Allen	☒	☒	☒	☒	☒	☒	☒	●	●										

● In attendance

○ Absent/Apologies

☒ Not a Trustee/Resigned

\* Via Phone/Skype

**Welcome.** Charlotte welcomed the room with Kate and Matt joining remotely. She noted that Gemma Graham is back from maternity leave and that Alex Kent will re-join the agency this Friday after maternity leave. She welcomed Tiffany Borzi to her first meeting as minute-taker.

**Minutes and Matters Arising.** Charlotte reviewed the actions from the last meeting as follows: Paul circulated the notes from commons select committee on Safeguarding with all trustees. Ed gave an update on the business position of India Hub. Ed made available a copy of Hub strategic profiles for the room. Perry had re-circulated the International staff organogram with links to board committees. All trustees have reviewed the safeguarding paper and the room approved the safeguarding proposal on reporting incidents to the board. Current risk rating and emerging risks have been reviewed and approved. Charlotte informed the room that there will not be a spotlight on Hubs session today in order to make room on the agenda for other topics.

**CEO Report.** Perry introduced the CEO report and explained that Q1 is a two month quarter the main internal focus was the Directors Conference, understood as the agency's mobile headquarters and a space for all directors to come together and take global decisions in consensus. He noted the excellent work by the India hub in hosting the conference, including field visits and meetings with partners to discuss Aid Connect. Perry encouraged the room to read the shared presentation on the Conference (circulated in the papers), as this presentation is shared with all staff and Trustees globally as a key tool in building our collective line of sight globally. Perry moved on to the financial position showing significant progress only two months into the year. He updated on the progress and increased focus given to DFID's UK Aid Connect, noting both how this reflects a strategic step-change and also the importance of securing the full grant extension beyond the co-creation window. In order to mitigate the risk of political uncertainty from Brexit delaying grant sign-off, he explained Restless Development's decision to bring forward the deadline for the submission to DFID by a full month. In parallel with this accelerated plan, he explained a redeployment of senior Restless leadership to drive this forward as the main priority for the agency in Q2. He acknowledged that Brexit is meaningful risk for this grant as it might result in delays in the signing off process and it is likely to cause a more volatile exchange rate market. He announced a new strategic partnership with Techo and updated that they are bringing insights from a continent-wide consultation with Latin America young people to help shape the Aid Connect design. He also summarised the agency's continued external and leading presence with engagements such as UNGA, Seattle meetings with the BMGF, India sector-wide consultation, keynote speech in Denmark youth conference delivered by Rosanne Palmer-White UK Director, and the attendance of the Family Planning conference in Rwanda.

**Hub Governance.** Kate presented a report of the status of governance globally and in each hub, which was previously requested by the board. She noted that the structure in place was developed and agreed as part of the global strategy development process, highlighting the strong progress made in this area toward a sound current position. She informed the board on the core priorities for 1819: creating a new licence agreement and developing a service level agreement, exploring connection and cohesion with nationals and the global board, and continued development of board performance in each Hub. She summarised the status of all boards currently, noting two boards in rejuvenation (Tanzania has recently recruited 5 new board members including 2 young people; Sierra Leone is rejuvenating the board and has a new chair). Kate asked for feedback on proposed connection and cohesion plans between global and national boards. Charlotte noted her support for the idea that Senior Leadership Team members could attend national boards as way to enhance their connections. Kate tabled a special motion regarding the reregistration of the Uganda hub. All board members supported the resolution and thus approved it.

**Resource Mobilisation: Income Strategy & Risk Deep Dive.** Gemma re-introduced herself to the board and gave an overview of the remit of the Business Director explaining that she is accountable for global income and our financial sustainability. She re-introduced the agency's model for resource mobilisation globally, as developed during the global strategy and agency plan process. She presented the figures for global income report for Q1 and explained the different flows of income (strategic funding, programme funding, supporter fundraising and internal financial flows). She then presented the indicative stretch priorities for the agency for this fiscal year. She then broke down in detail how the different streams are performing to

date, highlighting “what’s working”, “what’s not working” and “how to shift the dial” of each category. Gemma then turned to the Risk Register and introduced Donor Diversity and Flexible Income explaining the definition of the risks and the current factors affecting them.

**Quality Assurance Including Risk.** Kate presented the risk register and noted that a narrative description of movements has been added to the format. An overview of the scoring of risks and any change in them was presented to the room including a new emerging risk: Brexit. Perry recognised that the risk register does not capture such acute geographical risk, and Kate explained that the new Quality Assurance report will provide this lens by Hub and help to identify where risk may be concentrated in a hub. Perry encouraged the committees to analyse the mitigation strategies and evaluate their potential future impact of the scoring in order to make sure this future lens forms part of our risk register.

**Safeguarding Update.** Kate acknowledged that the number of reported incidents has increased in recent period, reflecting that agency-wide safeguarding and reporting training is working. The People committee has reviewed these incidents in detail. Kate turned to the recent meeting with Charity Commission; she clarified that meeting was planned already for all DFID partners. The meeting reinforced that our systems and approaches are very strong in this area. Key recommendations were that the whistleblowing mechanism needs to be more linked with safeguarding and there should be more sharing from Restless Development of its best practice into the sector. The agency was accepted for bulk reporting for safeguarding and finance incidents, and it has no outstanding business with the commission.

**Finance Committee: Reforecast, Year-end & Annual Report.** Jon presented the trustee Report for 2017/2018 and asked trustees to review, add comments and confirmed that the final draft will need approval from all trustees. James presented the position after Q1 reforecast and confirmed that the agency is in a strong position. He presented a sensitivity analysis. Charlotte noted that the projections are more encouraging than expected at Q1 and thanked Gemma and James for providing a comprehensive overview of the agency position. Jon then updated on the F&A committee meeting which focused on reserves levels and on strategies to re-build them in a 2 year-time frame; tender for auditors; recruitment a new co-opted member of the committee; and kick off of the recruitment for finance trustee. Jon informed the room the Uganda accounts needs to be signed off by this board and asked authorisation to do so. The board agreed that Jon and Charlotte are given authority to sign Uganda accounts by the room.

**Programmes, Policy and Practice Committee Report.** Affan presented the updates from the Programme Committee: strategy targets are on track; Aid Connect is the most integrated programme that the agency has had so far and this is really positive for us; data on the Youth Collective is now available and will allow us to both understand our progress and our evolving offer for the stakeholders. Charlotte added that this is really valuable level of insight.

**Resource Mobilisation Committee Report.** Gemma noted that this was the first committee meeting and main topics discussed were: plan to replace the income from the Ultimate News Quiz event this financial year, the support plan for Nepal fundraising; and the plan to recruit a new non-trustee member for the committee.

**People Committee Report.** Mark presented the updates for the people committee: GSS review and co-opted a specialist for that. The aim is to present the plan by the July board meeting; review on how directors in hubs are recruited; focus in the safeguarding review; and training on safeguarding

**External Engagement Committee Report.** Amelia explained that this was the first meeting for the committee and it was used as a chance to lay the ground work. The committee will focus on: strategic partnerships; how to position youth as an asset class for development investors and to create a scalable model to offer to development partners; building our market share in thought leadership on youth; and how to use digital to link it all up.

19.12 The meeting closed.