

Dóchas
The Irish Association of Non-Governmental Development Organisations

Dóchas Board 94 (3-23)
22/06/23

Dóchas Board

held in Concern Worldwide, 52/55 Lower Camden Street, Dublin 2
on Thursday, 22 June 2023, from 10:00 to 12:00

M i n u t e s

Present: John Moffett (Misean Cara) Chairperson
Siobhán Cassidy (Trócaire) Treasurer & Company Secretary (virtually)
Lucia Ennis (Concern Worldwide)
Rosamond Bennett (Christian Aid Ireland)
Bobby McCormack (Development Perspectives) (virtually)
Eamon Sharkey (GOAL) (virtually)
Martina Fitzgerald (External Board Member)
Grace Milton (External Board Member) (virtually)
Paul Donnelly (External Board Member)

Apologies: Karol Balfe (ActionAid Ireland)

In attendance: Jane-Ann McKenna (CEO of Dóchas)
Anna Farrell (Finance & Operations Manager, Dóchas)

1. Meeting Opening and Standing Items

a. Welcome and Introduction to New Board Members

The Chairperson opened the meeting welcoming those present. He congratulated Rosamond, Paul and Martina on their election/re-election to the Board. It was noted that all three have received letters of appointment and an induction pack and will have induction meetings with the CEO over the coming weeks.

b. Apologies and Agenda

There was one apology (noted above) and no changes to the agenda as circulated. One member (Bobby) left at 10.40am (due to technical difficulties) and one (Siobhán) left at 11am.

c. Declaration of Conflicts of Interest

All members present confirmed that there were no conflicts of interest.

d. Minutes of Board Meeting

The Minutes of the last meeting, held on 30/03/23, were approved: Lucia Ennis (Proposed), Siobhan Cassidy (Seconded).

e. Notes on Irish Aid Exchange

The notes on the Exchange, which took place on 30/03/23 were taken as read.

During today's exchange we will advise Carina of John's appointment to represent Dóchas on the Charity Regulator Stakeholder Forum and ask for updates on the DAC Peer Review process, future engagement with the Tánaiste (i.e. to follow up on the round table held in February), Charities Regulator reporting requirements in relation to international payments, and expectations around budget 2024.

The CEO said that we have been in touch with Michael Gaffey regarding a follow up meeting with the Tánaiste but we don't expect that there will be a meeting until the Dáil is in recess. We wrote to him (14 June), enclosing a copy of our pre-budget submission June and requesting a meeting with him to discuss its content and we will continue to push for that. There will be other opportunities to engage with him over the coming weeks, including the foreign policy series (6 July), which will involve Dóchas, some of our members (Concern, Front Line Defenders, GOAL, and Oxfam Ireland) as well as academics and others. There is also an event with GOAL in Iveagh House (12 July).

f. Matters Arising and To-do List

Most of the items under Matters Arising or on the to-do list have either been completed or will be addressed during this meeting. The following items remain outstanding: The Reserves Policy has to be updated to include a sentence around alerting the Board should the target level of reserves fall below the minimum requirement; Engagement with ICVA around the salary hosting agreement needs to be re-established; and we need to follow up on the cyber security issue.

In terms of the action around Board members corporate contacts, the CEO said that our primary need is around corporates that might be in a position to offer space for meetings/events. During a general discussion it was suggested that the following might have space to accommodate Dóchas meetings/events: Department of Foreign Affairs, Office of Public Works, TU Dublin, Pearse Street Library and the European Parliament office. The Chairperson said that Dóchas is also welcome to use the meeting room in Misean Cara.

Actions:

- CEO to follow up with Treasurer around adding a sentence to the Reserves Policy to alert the Board should the target level of reserves fall below the minimum requirement.
- John to share cyber security service level agreement Misean Cara has with Right Click with the CEO.

2. Nominations for Board Officer Roles

It was noted that all Board members were invited (email dated 12/06/23) to nominate candidates for the roles of Chairperson, Vice Chairperson, Treasurer and Company Secretary.

- **Chairperson:** Rosamond Bennett has indicated her interest in this role. Her nomination is supported by John Moffett and Karol Balfe.

Rosamond left the room to allow the board space to discuss her expression of interest in this role.

Decision:

- Rosamond was unanimously elected Chairperson for a three-year term. John Moffett (Proposed). Martina (Seconded).

Rosamond re-joined the meeting.

The Chairperson congratulated Rosamond on her appointment.

- **Vice Chairperson:** John Moffett has indicated his interest in serving in this capacity for a further term.

Decision: John was elected Vice Chairperson. Paul (Proposed). Lucia (Seconded). Agreed unanimously.

- **Treasurer and Company Secretary:** Siobhán Cassidy has indicated her interest in serving in both capacities for a further term.
Decision: Siobhán was elected Treasurer and Company Secretary. Martina (Proposed). Grace (Seconded). Agreed unanimously.

3. Recommendations for new Non-Director Members of Board Sub-Committees

The CEO said that following an open call to all Dóchas members (email dated 15/03/23) we received one nomination for the FARC and one for the Governance committee. Both nominations were brought to the respective committees over the last number of months:

- The Governance committee (25/04/23) agreed to recommend to the Board that Ms Renée Zandvliet be appointed as a non-Director member of the committee. Ms Zandvliet works with Trócaire in the Standards and Compliance Unit and also supports its wider Corporate Services Division. She has worked on a number of critical governance pieces, including Delegated Authority, risk Management, Data Protection and compliance with the Charities Governance Code.
- The FARC (08/06/23) agreed to recommend to the Board that Mr William Byrne be appointed as a non-Director member of the committee. Mr Byrne works with Special Olympics Europe/Eurasia, an Associate member of Dóchas. He is a qualified accountant and is a member of the Board and of the Audit and Risk Committee of Cycling Ireland.

The CEO added that:

- Paul has expressed an interest in joining the sub-committee on Governance in his capacity as a Director of Dóchas.
- A contact of John's has expressed an interest in joining the HR & Remuneration committee in a non-Director capacity.

Decisions:

- Paul will be appointed to the Governance committee as a Director of Dóchas; Ms Zandvliet will be appointed to the Governance committee in a non-Director capacity; and Mr Byrne will be appointed to the FARC in a non-Director capacity. John Moffett (Proposed). Lucia (Seconded). Agreed unanimously.

Actions:

- **CEO** to follow up with Paul, Renée and Will about joining the relevant sub-committees.
- **CEO** to follow up with John's contact re: joining the HR & Remuneration committee.

4. Finance, Audit & Risk Committee

a. Report from Committee

The Treasurer said that the minutes of the last meeting (08/06/23) together with the January to May financial report and narrative were circulated to members in advance. The financial report, cash flow forecast, review of the Risk Register, Risk Review and Fraud Risk Assessment, and recommendation of a new non-Director member of the committee were the key focus of the meeting. We secured a grant (€30k) from Training Links for this piece of work. However, while the full grant will be spent in 2023, we won't receive the final tranche (€6k) until January 2024.

The CEO confirmed that final signed copies of our MoU and Contracts (Core: €365k; Worldview (€150k) were returned to Irish Aid on 16 June and that we expect to receive payment before the end of the month.

In response to a question from Martina, Siobhan said that costs are relatively spread out over the year, with staff costs accounting for the majority of expenditure. The Irish Aid grant tends to come in mid-year so there is always a balance at year end, which carries us through the first few months of the subsequent year.

b. Review of Fraud Risk Assessment

The CEO said that our auditors (Crowe) shared a questionnaire as part of our audit process. The assessment will be carried out over the coming weeks and the outcome will be shared with the FARC at its next meeting (6 Sept.).

- c. Risk Register:** The CEO presented the Risk Register, copies of which were circulated in advance, noting that risks 9 (Irish Aid withdraws support), 11 (Fraud, theft by 3rd parties) and 12 (Staffing gaps or turnover) remain Amber for the reasons identified in the 'Actions to be taken/or taken since last review' column. In relation to Risk 9, as the MoU and Contracts have been signed and funds are expected before the end of the month and so it is proposed that this risk move from Amber to Green. With regard to Risk 11, we have already discussed plans to carry out Fraud Risk Assessment, which we will bring to the FARC in September. Risk 12 remains Amber because we are a small team and the loss of a staff member has a significant impact on our ability to deliver on our strategic objectives.

Decision:

- Risk 9 (Irish Aid withdraws support) will move from Amber to Green.

d. Risk Review Process

A briefing note on the review process was circulated to members in advance. The CEO said that we have secured pro-bono support from McCann FitzGerald to support us with identifying the most relevant/critical risk to Dóchas, how we measure and quantify that risk and its impact on the organisation, and how the Board, sub-committees and CEO can best monitor and assess risk on a continuous basis. The process will include a preparatory meeting with the CEO and the Chair of the FARC, a facilitated session with the Board (approx. 90mins, possibly as part of a Board meeting) to draw out the real risks we should be monitoring on a regular basis, and a follow up meeting with the CEO and the Chair of FARC to discuss outcomes and advice.

During a general discussion it was suggested that the facilitated session with the Board should be in person and as part of the 29 September Board meeting, which could take place in the offices of McCann FitzGerald if feasible.

Actions:

- CEO to engage with McCann FitzGerald regarding their availability and agree the timeframe for the review with the Chair of FARC.
- CEO to follow up with McCann FitzGerald re: hosting the September Board meeting.

5. Reports and Updates

a. CEO Report

The **CEO Report**, which was circulated in advance, was taken as read.

b. Dóchas AGM & Conference

The CEO said that this year's AGM and Conference (18th May), the first in-person since 2019, worked well. An update on the AGM is included on page 4 of the CEO report. 95 people attended the conference. Some valuable lessons have been learned around timing and planning which we

will take account of next year. Overall we are very pleased with how the event went and feedback has been positive.

c. Emerging Issues

The CEO highlighted some key areas of focus during the period covered by the Report:

- Our pre-budget submission was launched in Buswells (13 June) and has been distributed widely. The launch event, which was attended by 12 members of the Oireachtas, focused on the core themes of the submission (Conflict, Climate and Hunger). The submission was also presented to the Joint Committee on Foreign Affairs and Trade (20 June). We are trying to engage with as many political actors as we can. We will meet with Minister Fleming (13 July), are trying to secure a meeting with the Tánaiste as well as with other key ministers (e.g. Finance, Agriculture, etc) and with those in opposition.
- The Head of Programme and Policy attended the OECD DAC Civil Society Days in Paris (19-21 June) and the CEO will participate in the DAC Peer Review in Dublin (7 July).
- The CEO will attend the President's Garden Party in Áras An Uachtaráin (27 June).
- Jess Crombie, London School of Communications, will co-host a workshop (6 July) on the new Guide to Ethical Communications, which was launched at our AGM in May.
- The Head of Programme and Policy will be in New York (11 to 20 July) as part of the Coalition 2030 delegation to the SDG HLPF.
- The CEO will be in New York (18-22 September) for an SDG summit which will take place during UNGA.
- The CEO met (15 June) with the Eamonn Mac Aodha, Multilateral EU unit in Irish Aid, to raise concerns around the NCICI and MFF financial instruments, civil society space, and the lack of a structured mechanism for Irish NGOs to engage with Irish/EU delegation and access funding.
- Our Creativity Innovation and Leadership Course, which we ran in partnership with UCD Innovation Academy, was very successful and has been shortlisted as 'Best Leadership Development Initiative' at the [L&DI Excellence in Learning Awards](#).

Martina suggested that we seek to host a meeting with Barry Andrews MEP on how to develop further EU funding opportunities. If Mr Andrews is involved it would be possible to hold the event in European Parliament office in Dublin.

Grace encouraged the CEO and the team to reach out to her in relation to political engagement piece.

6. Update on Progress against Strategic Plan

The CEO gave a presentation on where we are at in terms of our objectives under each of the four strategic pillars (Network, Transform, Influence and Lead). The presentation focused on achievements to date, what remains outstanding and what might roll over into next year (i.e. the review and development of systems/tech infrastructure).

In terms of enablers, our 4-year MoU with Irish Aid and additional voluntary contributions from members have been agreed, our 2022 audit was clean and unqualified, we have a full team in place and we had a successful AGM at which new Board members were elected. The review of the risk register is underway and we have a number of policies due for review before year end. On the diversification of funding issue, we received pro-bono support for the review of the risk register and for our annual conference, will receive €3.5k as part of Maynooth University's New Foundations Grant application and have secured €26k in additional income from members for project related work in 2023. However, we have learned that our joint application with CADA to the Shared Island Fund was unsuccessful but there may be further opportunities later in the year.

Priorities over the coming weeks will include the ODA campaign and engagement with politicians, the SDG summit, next steps around LLD, the next stage of the mapping the network piece, and exploring further opportunities based on engagements with the EU, UCD Innovation Academy, etc.

The Chairperson, on behalf of the Board, congratulated the CEO and the team on the huge volume of work that has taken place over the last number of months.

7. Other Business

There was no other business.

Chairperson:.....

Date:.....