

Dóchas
The Irish Association of Non-Governmental Development Organisations

Dóchas Board 70 (1-19)
31/01/19

Dóchas Board

held in the Dóchas office on
Thursday, 31st January 2019 at 10am

M i n u t e s

Present: Sharan Kelly (Tearfund Ireland) Chairperson
Siobhán McGee (ActionAid Ireland) Vice Chairperson
Heydi Foster-Breslin (Misean Cara)
Finola Finnan (Trócaire)
Niamh Carty (Oxfam Ireland) – via conference call
Louise Supple (Concern Worldwide)
Gerry Egan (External Board Member)

In attendance: Suzanne Keatinge (CEO of Dóchas)
Anna Farrell (Dóchas – Finance and Operations Manager)

Apologies: Paul O'Brien (Plan International Ireland)
Charlie Lamson (Sightsavers)
Peter McDevitt (Self Help Africa) Treasurer

The Chairperson opened the meeting by welcoming those present and noting that Orla McBreen (Irish Aid) is expected to join us after this meeting (approximately 12 noon).

1. Apologies and Agenda

Apologies (see above) were noted.

2. Declaration of Conflicts of Interest

Heydi confirmed that she has a conflict of interest in relation to agenda item 8 and so will step out of the meeting for discussion on that item. All other members present confirmed that there were no conflicts of interest.

3. Minutes of Previous Meetings

The Minutes were approved: Siobhán (proposed), Finola (seconded).

4. Matters Arising and To-do List

Most of the items on the to-do list, with the exception of the following, have either been completed or will be addressed during the course of this meeting:

4.1. Proposed Conference Outline: Thanks to Niamh and Paul we have confirmed two speakers (Winnie Byanyima, Oxfam and Anne-Birgitte Albrechtsen, Plan) for one of our panel discussions. Justin Kilcullen will moderate the session. A conference organiser (Yvonne Pearse) has been engaged. The Steering Group is up and running but would benefit from some media/communications skills. We would welcome any suggestions.

4.2. Income Strategy and Fees: Each Director was asked to make a direct call with at least one member to get their feedback on the proposal to change fee membership and categories by 27 February. All feedback will be compiled and a final proposal discussed by

the Board in March, before being forwarded to the AGM for discussion and adoption if approved.

4.3. Report from Sub-Committee on Governance:

- **Appointment of an External Director:** It was noted that the CEO and Chairperson met (separately) with two of the candidates in relation to the **External Director - Communications** role. Following some discussion, it was agreed that the position would be offered to Grace Milton, who is a senior member of the management team at Edelman, a global communications marketing firm.
- **Chairperson of Dóchas – Succession Planning:** The Chairperson reminded members that she will be stepping down from the Board at the AGM. The Governance sub-committee will bring a proposal in relation to the election process at the next Board meeting.
- **Board rotation** - Directors were asked to notify the chair or Suzanne by the next Board meeting, if they intended to step down at the AGM so that we can manage the one-third annual rotation. In addition, Gerry requested that the Board discuss the appropriateness of his continuing to serve the remainder of his second three-year term (due to expire at the 2020 AGM).

Actions:

- Members to contact Suzanne re: availability of staff with media/communications skills to participate on Conference Steering Group.
- Suzanne to follow up with Grace Milton regarding the External Director role.
- Sub-committee on Governance to come to March meeting with recommendation on process for selecting new Chairperson.
- Members to contact Suzanne if they are considering stepping down from the Board at the AGM.
- Board to discuss External Director at next meeting.

Decision:

- Grace Milton will be offered the External Director – Communications role. Proposed: Sharan. Seconded: Heydi.

5. Dóchas Strategic Priorities 2019

Suzanne gave a short presentation on key activities and achievements in 2018 and plans for 2019, noting that this was informed by our mid-term review as well as by discussion at our Board Away Day (5th Oct.) and team planning meetings (13th Dec. and 15th Jan.).

Board members thanked the team for all its achievement in 2018, and welcomed the clear, focussed direction that was presented for 2019. The following general points were made:

- In relation to managing a media crisis related to a member, it was suggested that the Board should not include the organisation in question in its formal discussions or recommendations. A crisis communications protocol needs to be developed but utilizing the experience of others.
- The uncertainty of Irish Aid funding was disappointing and naturally affects planning.
- Staffing will be the biggest challenge in 2019. One staff member will go on maternity leave in Q2. We will not be able to do much in relation to external communications and public engagement without new staff.

Actions:

- Suzanne to circulate presentation to Board Members.
- Suzanne to formally thank the team for all their hard work in 2018, on behalf of the Board.

6. Report by CEO, including Award review

Copies of the CEO Report together with the evaluation of the 2018 Awards (5th Dec.) were circulated to members in advance of today's meeting.

A focus of the discussion was to agree the format of the Awards event in 2019. It was proposed by Suzanne that it is held earlier in the year – October – and as a morning event. We should retain the Lifetime Achievement Award, the Global Citizen Award, and possibly one other, but not more than that. The event would centre on celebrating the work of members. It was critical however that we reduce the staff time to manage this event.

While the proposal above was agreed, the following comments were made:

- The 2018 event was very well received by the members that were there; it was well run and the team are to be commended for that.
- We need to keep some aspect of 'the awards' as people/organisations feel appreciated and valued when they are nominated; and it gives huge credibility to an organisation.
- The recipient of the lifetime achievement award doesn't have to be Irish but needs to be identified as early as possible in the year to facilitate planning, assist with securing sponsorship, etc.
- The Global Citizen award should not be open to volunteers – the Volunteer Ireland Awards celebrate volunteerism.
- We can look to streamline/bring in support to help with the nomination and judging processes to ease the burden on staff.

Decisions:

- Suzanne to take forward recommendations for the new Awards format with the team.

Actions:

- Gerry will share the example of how the Carmichael Centre manages its Awards process.

7. Report from Sub-Committee on Finance, Audit & Risk

A full report on the last meeting (17th Jan.) was circulated to members in advance of today's meeting. In the absence of the Treasurer, Niamh presented the report from the committee, noting the following:

- **Draft financial report to 31st December 2018:** the committee noted that we will have an estimated deficit of €25k which is in line with our plan to spend down excess reserves over a three-year period.
- **Draft budget for 2019 – 2020:** the committee agreed to present the Scenario 1 budget to the Board for discussion and adoption if approved. This budget assumes that our grant from Irish Aid will remain the same in 2019, but we have put in a proposal for a larger amount, plus project funding for the public engagement project. Suzanne acknowledged the huge amount of work the Treasurer did in relation to the development of our 2019 – 2020 budget.

Decision:

- The Draft Budget for 2019 (Scenario One) was approved: Niamh (proposed), Siobhán (seconded).

8. Review of the Risk Register

It was noted that copies of the Risk Register, which was reviewed by the FARC (17th Jan.), were circulated to members in advance of this meeting.

In terms of changes:

- Risk 12 moved from green to amber to reflect the fact that we will have a staff recruitment process in Q2.

In terms of amber risks (there are no red ones):

- Risk 4 remains amber pending the outcome of discussions in relation to agenda item 8;
- Risk 7 remains amber pending the outcome of discussions with Irish Aid around our grant for 2019, the roll-out of our income and fees strategy, and because the findings from our Business Development Consultancy are showing that attracting corporate sponsorship will remain very difficult.

Actions:

- The 'Actions to be taken' column of Risk 4 will be amended to include the fact that we are awaiting the outcome of our governance review consultancy.

9. Other Business

- 10.3. **Board Self-Assessment for 2018-2019:** Copies will be circulated to Board members over the coming weeks. Members are encouraged to complete and return it at their earliest convenience.
- 10.4. **Director's Report:** Suzanne is currently drafting the report, which will be included in our financial statements for the year ended 31/12/18. The document will be discussed by the FARC (1st March) and forwarded to the Board for signoff (21st March).
- 10.5 Orla McBreen from Irish Aid was not able to join for the proposed brief exchange with the Board, due to unforeseen circumstances.

10. Dates of future meetings

It was agreed that the Dóchas Board will meet in the Dóchas office on the following dates in 2019: **21st March, 20th June, 19th September and 21st November.**

All meetings will start at 10am, with the exception of the June meeting, which will begin at 9.30am with a 30 minute 'refresher' on Board governance, facilitated by Gerry Egan. At the March meeting, as it would be the Chair's last, ***it was proposed to extend it for an informal lunch to thank her for her tremendous service to Dóchas.*** The AGM and annual conference will take place on 2nd May in the Radisson Blu Hotel, Golden Lane, Dublin 8.

Chairperson:.....

Date:.....