

# Dóchas

## The Irish Association of Non-Governmental Development Organisations

Dóchas Board 73 (4-19)  
20/06/19

### Dóchas Board

held in the Dóchas office on  
Thursday, 20<sup>th</sup> June 2019 at 10am

### M i n u t e s

**Present:** Siobhán McGee (ActionAid Ireland) Vice Chairperson in the Chair  
Peter McDevitt (Self Help Africa) Treasurer  
Paul O'Brien (Plan International Ireland)  
Sarah O'Toole (CBM Ireland)  
Finola Finnan (Trócaire)  
Louise Supple (Concern Worldwide)  
Niamh Carty (Oxfam Ireland)  
Gerry Egan (External Board Member)  
Charlie Lamson (Sightsavers) – via Zoom  
Heydi Foster-Breslin (Misean Cara) – via Zoom

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

**Apologies:** Grace Milton (External Board Member)

The Chairperson opened the meeting by welcoming those present, particularly our new Director, Sarah O'Toole.

**Board Governance refresher:** An agreed action from the 2019 Board self-assessment was to undertake a short refresher in relation to Directors' responsibilities, which was led by Gerry Egan. It covered the new CRA code and the Register of Beneficial Ownership.

#### **Actions:**

- Presentation and Register of Beneficial Ownership to be circulated to the Board.
- All board members to send their PPS Numbers to Anna for inclusion on the Register.
- Dóchas Governance sub-committee to agree process for compliance in relation to the new CRA code, which will need to be completed by 2021.

#### **1. Apologies and Agenda**

Apologies (see above) were noted. There were no changes to the Agenda as circulated.

#### **2. Welcome and introductions to new Director**

Sarah, who was elected to the Board at the 2019 AGM (2<sup>nd</sup> May), said that she has received her induction pack and has had her induction meeting with the CEO. It was noted that she has volunteered to join the Board's sub-committee on Human Resources and Remuneration.

#### **3. Declaration of Conflicts of Interest**

Heydi confirmed that she would step out in relation to an Associate Membership issue. All other members confirmed that there are no conflicts of interest. All other members present confirmed that there were no conflicts of interest.

#### **4. Minutes of Previous Meetings**

The Minutes of the 71<sup>st</sup> Board meeting (21/3/19) were approved: Niamh (proposed), Paul (seconded).

The Minutes of the 72<sup>nd</sup> Board meeting (4/4/19) were approved: Louise (proposed), Finola (seconded).

## **5. Matters Arising and To-do List**

Most of the items on the to-do list have either been completed or will be addressed during the course of this meeting. However, there are two outstanding issues (see actions below) which have yet to be followed up.

### **Actions:**

- Sub-committee on Governance to take comments on Board Self-Assessment (Ref: Board 71, item 9, pages 3-4) on board for 2019 assessment process.

## **6. CEO Appraisal**

The CEO and FOM left the room while the board discussed the feedback on the CEO's appraisal. The CEO returned to hear the Board's feedback and the FOM returned at the end of the agenda item.

The Board noted that the outgoing Chairperson carried out the annual appraisal in advance of her departure from the Board and shared her feedback with the Vice Chairperson. The Vice Chairperson briefed the Board on the results of this process.

The Board recognised the achievements of the CEO, is supportive of her request for additional support/coaching, reiterated that she should reach out to members for support and to bounce ideas off, and acknowledged that her contract term needs to be checked and managed. The Board concluded that they appreciate the leadership role she plays in terms of leading the organisation and influencing the sector.

### **Action:**

- The Board's Sub Committee on Remuneration and Human Resources will be tasked with checking and managing the CEO's contract term.

## **7. Appointment of Officers**

Board members were invited (Ref: email dated 15/5/19) to submit nominations for the following roles.

### **7.1. Chairperson**

One nomination (Finola Finnan) together with a note of support (Niamh Carty) was received. Both documents were circulated to Board members in advance of this meeting, and a secret ballot conducted.

### **7.2. Vice Chairperson**

One nomination received (Siobhan McGee). Gerry (Proposed). Sarah (Seconded).

### **7.3. Treasurer**

One nomination received (Peter McDevitt). Gerry (Proposed). Sarah (Seconded).

### **Decision:**

- All three nominees were deemed elected by unanimous decision.

## **8. Conference & AGM Feedback**

Copies of the evaluation were circulated to members in advance. It was noted that the conference remained a really important event in our calendar, providing a valuable space for members to network with peers. Comments included:

- The fees issue was dealt with sensitively at the AGM.
- Having an Irish Aid input for members at the AGM remains important.
- The election process for Directors seeking a second term should be re-considered.

- Consider a full day conference in a city location. Informal drinks after the conference might also offer a further networking space.

**Actions:**

- Sub-committee on Governance to look at Board election process.
- Suzanne to prepare concept note for 2020 conference at November meeting.

## 9. Report by the CEO

Copies of the CEO Report, the Belgrade Call to Action, and the Team organigram were circulated to members in advance of this meeting. Events or notices raised include:

- **The Dóchas Awards 2019** will take place on the morning of 23<sup>rd</sup> October. Mary Lawlor will be the recipient of the 2019 Lifetime Achievement award. The nomination process for the other awards will be launched on 27<sup>th</sup> June.
- In terms of **Staffing and Human Resources** our Communications and Events Officer (Lía Flattery) is leaving us on 28<sup>th</sup> June to take on further studies. We have advertised for a business and events consultant to provide support in terms of organising events, mainly the conference, awards and the CEO leadership series. We also expect to engage two new staff members – a senior communications role and a project manager for the public engagement project – but recruitment will take several months, particularly given the summer period.
- **OECD DAC Peer Review Process:** Dóchas is preparing a “shadow memo” which must be submitted by 28<sup>th</sup> June. Key messages to Irish Aid, developed in a workshop with members, include: strengthen policy coherence; publish ODA roadmap; strengthen the enabling environment for CSOs; more emphasis on public engagement.
- Dóchas has been asked to present to the **Joint Committee on Foreign Affairs and Trade and Defence** on the implications on disability of the new “A Better World” policy (2<sup>nd</sup> July). Sightsavers, CBM Ireland and Oxfam will present on behalf of the network.
- It was noted that Leonard Cheshire International, which focuses on disability issues, is looking to open in Ireland and is currently making approaches to possible trustees.

**Actions:**

- The title “Global Citizen Award” will be retained for the Awards.
- Dóchas will endorse The Belgrade Call to Action.
- DAC ‘shadow memo’ to be circulated to the Board by Thursday (27<sup>th</sup> June), for sign off by the Chairperson.

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

A full report on the last meeting (31<sup>st</sup> May), an Income and Expenditure report for Q1, and a note on further changes to the fee proposal were circulated to members in advance of today’s meeting.

**Decision:**

- The Board commended Paul on his presentation of the fees proposal at the AGM, and agreed to changes to the fee proposal. Members affected will be notified as soon as possible, and a general note sent to all members.

## 11. Review of the Risk Register

It was noted that copies of the Risk Register, which was reviewed by the FARC (31<sup>st</sup> May), were circulated to members in advance of this meeting.

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

- Risk 4 in relation to reputational risk to Dóchas of media reports about poor governance of NGOs remains amber
- Risk 6 remained amber as there is cause for concern that some members may leave the network now that the fee change proposal has been agreed.
- Risk 7 remains amber because although we have an email from Irish Aid confirming that our contract has been approved, it hasn’t been signed and funds for 2019 haven’t yet been received.
- Risk 12 remains amber pending upcoming staffing changes and recruitment processes as discussed under item 10 (Report by the CEO).

## 12. Other Business

### **13.2. Preparations for Exchange with Irish Aid**

It was agreed that agenda items would include:

- appointment of our new Chairperson;
- update on the OECD DAC Peer Review process, including key messages from our report;
- notice of JCFATD meeting with Dóchas (2<sup>nd</sup> July);
- update on Dóchas leadership safeguarding charter.

### **13.3. Board Away Day 2019**

It was agreed that it will take place on Monday, 7<sup>th</sup> October, and it will focus on drafting our new membership code, and a briefing on public engagement.

## **13. Dates of future meetings**

It was agreed that the Dóchas Board will meet in the Dóchas office at 10am the following dates in 2019: **19<sup>th</sup> September and 21<sup>st</sup> November.**

The **Board Away Day 2019** will take place on Monday, 7<sup>th</sup> October 2019 from 9am – 4pm in a city centre venue (TBC).

Chairperson:.....

Date:.....