

Dóchas

The Irish Association of Non-Governmental Development Organisations

Dóchas Board 79 (4-20)
25/06/20

Dóchas Board

held via Zoom on
Thursday, 25 June 2020 at 11.15am

M i n u t e s

- Present:** Finola Finnan (Trócaire) Chairperson
Siobhán McGee (ActionAid Ireland) Vice Chairperson
Peter McDevitt (Self Help Africa) Treasurer
Paul O'Brien (Plan International Ireland)
Sarah O'Toole (CBM Ireland)
Louise Supple (Concern Worldwide)
Niamh Carty (Oxfam Ireland)
Grace Milton (External Board Member)
- Guest:** Gerry Egan (Member, Dóchas sub-committee on Governance)
- In attendance:** Suzanne Keatinge (CEO of Dóchas)
Anna Farrell (Finance and Operations Manager, Dóchas)

1. Apologies and Agenda

There were no apologies and no changes to the Agenda as circulated

2. Declaration of Conflicts of Interest

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

3. Minutes of Board Meeting

The Minutes of the 79th Board meeting (7/05/20) were approved: Sarah O'Toole (Proposed), Paul O'Brien (Seconded).

4. 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.

5. Board Self-assessment

The Chairperson welcomed Gerry Egan, who joined the meeting for this item, and thanked him for his work on gathering the data from the Board self-assessments and for presenting them in a very succinct manner. All Directors completed the self-assessment. The main take away from the exercise is that the Board is doing fairly well. The mean score for all questions, bar one, was ≥ 4 .

Following the general discussion, it was agreed to:

- while the annual self-assessment should continue, an external evaluation should be carried out every three years in addition to ensure a perspective from the Dóchas team, the members and other stakeholders;
- the issue of diversity on the Board was a theme that came up last year, so it will be important to reflect and act on that, particularly in the light of current debates on diversity and inclusion
- the involvement and sign-off process by the Board for policy and press statements will need a fuller discussion when we review the Membership Handbook at the September meeting. Tehre is an important section on that issue (Working Group Ways of Working) that the Board will need

to be comfortable with. In the meantime, it was agreed that Dóchas should continue to inform the Board of communications as soon as possible, but it's not necessary to seek sign off each time except where the issue/position is new or controversial.

- It was suggested that where there is enough concern around a common issue, such as funding to the sector, then we should be able to raise it with Irish Aid during our dialogue with them.

Action:

- The sub-committee on Governance will review the specific recommendations of the self-assessment as well as the comments raised during this meeting to come back to the Board with a plan of action to take this forward.
- We aim to finalise the Membership Handbook at the September meeting – the draft document was sent to Directors in March just before the lockdown.

6. AGM preparation: Director & Member nominations

The sub-committee on Governance reviewed all applications received for the two **non-member Director vacancies** (governance; public affairs) and shortlisted one candidate for each of the roles (details circulated in advance of this meeting). The Chairperson and Vice Chairperson met with both shortlisted candidates (Senan Turnbull and Martina Fitzgerald), and were very impressed by them. They felt that they would bring significant expertise to the Board and are happy to recommend that their applications be put to the AGM (16 July) for discussion and decision.

Two nominations were received for three **member Director vacancies**. Siobhán McGee, (ActionAid Ireland) is seeking a second term and Una Murray (Sightsavers Ireland) is seeking a first term. We reached out to members on a number of occasions seeing a third nomination but none was forthcoming.

It was noted that copies of the **proposed agenda for the AGM** were circulated to members in advance of this meeting. Members were generally happy with the outline of the AGM and favoured the idea of a 40 minute panel discussion focussing on the opportunities presented by Covid.

Action:

- The application from Senan Turnbull for the non-member Director governance post will be forwarded to the AGM with a recommendation that it be approved. Niamh Carty (Proposed), Louise Supple (Seconded).
- The application from Martina Fitzgerald for the non-member Director public affairs post will be forwarded to the AGM with a recommendation that it be approved. Paul O'Brien (Proposed), Siobhán McGee (Seconded).
- Members to email Suzanne if they have an interest in facilitating the panel discussion at the AGM.

7. Application for Full Membership – Financial Justice Ireland

The Finance and Operations Manager said that this organisation, which has been an Associate Member of Dóchas since June 2014, has supplied all of the requested background documents. In presenting the briefing paper, copies of which were circulated in advance, she pointed out that the organisation is not a charity and so is not legally obliged to comply with the Charities Governance Code. For this reason, they haven't indicated acceptance of the Code but they have stipulated that they are broadly in agreement with the Code principles.

Action:

- The Board agreed to recommend to the AGM that Financial Justice Ireland be admitted to full membership. Siobhán McGee (Proposed), Niamh Carty (Seconded).

8. Application for Full Membership – Irish Rule of Law International

The Finance and Operations Manager said that this organisation has supplied all of the requested background documents, and a briefing paper was circulated in advance of this meeting.

Action:

- The Board agreed to recommend to the AGM that Irish Rule of Law International be admitted to full membership. Finola Finnan (Proposed), Sarah O'Toole (Seconded).

9. Report by the CEO

In presenting the report, copies of the CEO Report were circulated to members in advance, the CEO focussed on the following:

- She proposed that we seek the letting agents suggestion of a 25% reduction in our office rent (as a result of COVID-19), but it will mean forgoing the 5-year break clause in our lease, which comes into effect on 30 June 2021.

Decision:

- Dóchas will follow up with the letting agent to seek a rent reduction in exchange for forgoing the 5-year break clause.

10. Preparation for Irish Aid exchange

Key items agreed in advance for discussion with Irish Aid included the Dóchas AGM, Dóchas' request for a one-year extension on our strategy process, and updates on key Irish Aid policy updates, including in relation to the High Level Political Forum. Dóchas also wanted to share messaging from members in relation to the extension on the PGII grant particularly in relation to seeking a clear timetable of the process; clarity on whether funds can be carried over to fund evaluations; and guidance on the extent to which it can involve remote monitoring.

11. Report from Sub-Committee on Governance

It was noted that Gerry Egan has stepped down as Chairperson of the committee and he is now an advisor to, rather than a member of, the committee. Siobhan McGee has agreed to be acting chairperson. Minutes of the last meeting (5 June) were circulated to members in advance. The AGM and nominations to the Board were the focus of the meeting. At the next meeting, the committee will discuss an advanced draft of our Compliance Record Form for 2020 but we are on-track to be compliant with the Governance Code by year-end.

12. Review of the Risk Register

The Risk Register was circulated to members in advance of this meeting. Risks that remained 'amber' (there are no red ones) were briefly discussed:

- Risk 4 – 'poor governance of a member leads to the sectors reputational damage' - remains amber for the reason identified in the 'Actions to be Taken' column.
- Risk 6 – 'members leave the network' – we will respond to questions around membership fees should they arise at the AGM. On a positive note, depending on the outcome of the AGM, we will have 3 associate members moving to full membership and 6 new full members.
- Risk 7 – 'Income declines' – this is likely to occur in the circumstances but we have agreed a revised budget and the financial controls are in place.

Risk 13 – 'Poor Health and Safety Conditions' – it was proposed to move this risk to amber given the considerable amount of work that we will need to ensure robust 'back to work' protocols. We hope to be in a position to bring the team back into the office in September. No decision was reached.

13. Other Business

There was no other business.

14. Dates of future meetings

The next Dóchas Board meeting will take place on Thursday 24 September 2020. The AGM will be held on 16 July 2020.

Chairperson:.....

Date:.....