

Dóchas
The Irish Association of Non-Governmental Development Organisations

Dóchas Board 80 (5-20)
24/09/20

Dóchas Board

held via Zoom on
Thursday, 24 September 2020 at 12 noon

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)
Niamh Carty (Oxfam Ireland)
Una Murray (Sightsavers)
Grace Milton (External Board Member)
Senan Turnbull (External Board Member)
Martina Fitzgerald (External Board Member)

Apologies: Louise Supple (Concern Worldwide)

In attendance: Suzanne Keatinge (CEO of Dóchas)
Anna Farrell (Finance and Operations Manager, Dóchas)
Seamus O'Gorman (Head of Membership Engagement) – for agenda item 7 only
Louise Finan (Head of Programme & Policy) – for agenda item 10 only

1. Apologies and Agenda

Apologies (above) were noted and there were no changes to the Agenda as circulated

2. Introductions and appointment of new officers

The Chairperson welcomed our three new Board members.

2.1. Vice Chairperson

One nomination received (Sarah O'Toole). Siobhán (Proposed). Paul (Seconded).

The Chairperson thanked Siobhán, who has served two terms as Vice Chairperson, for her work and for her support during her tenure.

2.2. Treasurer

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

2.3. Company Secretary

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

The Chairperson thanked Peter, who has served two terms as Treasurer and as Company Secretary, for the support and advice he provides to the team as well as to the Board. Peter thanked Anna, who does a lot of the background work in relation to both roles, for her support.

Decision:

- All three nominees were deemed elected by unanimous decision.

3. Declaration of Conflicts of Interest

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

Members were reminded to return their signed Conflicts of Interest and Code of Conduct forms.

4. Minutes of Board Meeting

The Minutes of the 79th Board meeting (25/06/20) were approved: Niamh Carty (Proposed), Siobhán McGee (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.

In relation to the **lease on the Dóchas office**, the CEO reported that we had sought additional advice from a property consultant, before agreeing to the proposal of getting a rent free period in Q1 2021 in exchange for forgoing the 5-year break clause, from July 2021. There is no indication that commercial rents are falling and it has been suggested that the deal we currently have is good one. A final decision will need to be taken by the end of September.

It was noted that there are two outstanding items from the to-do list which have yet to be completed. These will remain as items carried over from previous meetings until they have been completed.

6. Minutes of AGM

The Board noted that the draft minutes of the 2020 AGM (held on 16 July), copies of which were circulated to the Board in advance of this meeting, appear to be an accurate reflection of the meeting.

The Board commended the team, on a superb AGM, which was delivered efficiently and effectively in very challenging circumstances. The Programme Support Officer, Niamh Kingston, was particularly complimented for the excellent manner in which she managed the technology aspects of the meeting.

Action:

- The minutes will be presented to the membership at the 2021 AGM (date TBC) for formal approval.

7. Membership Handbook

The Head of Membership Engagement, Séamus O’Gorman, joined the meeting for the discussion on this item only.

The Chairperson said that we are hoping to get Board approval on the Membership Handbook, copies of which were circulated to members in advance of this meeting. This will be a live document and so we will be coming back to it from time to time. Once finalised the handbook will be posted on our website and will be used to: attract new members; bring clarity to the peer learning groups; and clarify the accountability process for members.

There were three main areas that the Board needed to be comfortable with:

- 1) Peer Learning (Section 2): In this section we are saying that: statements, positions, etc. must come from Dóchas rather than from the individual groups; and that there should be some flexibility around Terms of Reference (ToR) i.e. that they don’t all need sign off by the Board - Task Groups for example don’t need ToRs approved as they are established for specific purposes and timeframes. It would be better to use the board’s time to have at least one proper conversation around the groups.
- 2) Public Statements and/or Submissions (Section 2.2): when seeking consensus or looking for sign-off on a position/statement (e.g. the ODA campaign messaging, etc) we will always do our best to consult with members and to incorporate their feedback. However, if there isn’t full consensus, we will go with the majority and if necessary (though not preferred) offer an opt-out

for members that may not be comfortable with signing up to a particular position. It was noted that there is always a tension/balance to be struck here around making statements in a timely manner and consulting with members.

- 3) Membership Criteria and Accountability (Section 5): In order to strengthen the accountability process around membership, it was proposed that members sign-up to the Dóchas Charter and the Codes on Safeguarding and on Images and Messages this year in a once-off process. Thereafter, sign-up would form part of the annual membership fee invoicing process. This will reduce the administrative burden and the danger of it becoming a tick-box exercise. An alternative proposal was put forward that would see an annual sign off process.

During the general discussion it was also noted that of the three documents the one that's most challenging and open to interpretation is the Code of Conduct on Images and Messages. The CEO acknowledged that it is out of date and needs to be refreshed but first we are working with Eilish Dillon on a research project which will examine its effectiveness and hopefully recommend what steps we should take to urge stronger adherence. It may be appropriate at that time to revisit the issue of 'annual' sign off on the charter and code.

Section 5 also outlines our expectations of members, including that they attend the AGM at least once every three years. If they fail to attend their membership is reviewed. We will have the conversation with the sub-committee on governance to see if we can reach agreement on next steps and if not then we will bring the issue back to the full Board for discussion.

Decisions:

- Members will be asked to sign-up to the Dóchas Charter and Codes on Safeguarding and on Images and Messages in a once-off process. Section 5.3.2 will be updated accordingly.
- Handbook was approved pending the edit noted above

8. Irish Aid Bilateral

It was noted that the progress report submitted to Irish Aid in advance of our virtual bilateral meeting (9 Sept.) was circulated to members with the pack for today's meeting. Dóchas was represented by the Chairperson, Treasurer, CEO and four members of the team. Nine colleagues from DFAT including Directors from the EU Unit, Humanitarian Unit, Development Education, and a representative from the Policy unit were also in attendance.

Attendees at the meeting noted that it was very positive and that there was a good high-level policy dialogue, as well as more detailed conversation on our MoU, strategy process, public engagement research project, and governance. Irish Aid clearly appreciated our work, were broadly supportive of our adaptation to COVID, and understood the challenges we face. They are satisfied with the timeframe for concluding the strategy process (i.e. Nov. 2021) but suggested developing a 'strategy statement' to cover 2021. They are keen to support work on the Public Engagement Research Project, however as Irish Aid's budget is likely to be tight over the next few years, they will be stricter in terms of carryovers.

Action:

- Dóchas Board to develop a 2021 strategy statement during its Away Day in November.

9. Strategic Planning Process

The draft ToR for the strategy development process was discussed, copies of which were circulated to members in advance of this meeting. The process will involve a number of key moments and milestones, including: a trends analysis (Dec/Jan); diagnostics (Feb-Mar 2021); then strategy drafting including developing a theory of change (April/July); finalisation and sign off (Nov). In parallel we will need to develop a new MoU with IA (Nov 2021).

During a general discussion, members were broadly in agreement with the process outlined in the ToR but raised a number of issues:

- It will be important to include time early in the process to host a workshop with the full board to ensure that there is strong engagement.
- The strategy needs to be clear in terms of how much of our financial resources we are putting against each key strategic objectives.
- It was suggested that we aim to include external/alternative voices in the process.

Actions:

- Directors were asked to put themselves forward to participate in a small steering group.
- ToR to be updated based on recommendations noted above.
- Members to come back to the CEO with suggestions of externals that could be invited to participate in the steering group.

10. ODA Campaign

The Head of Programme and Policy, Louise Finan, joined the meeting for this agenda item only.

Louise gave a presentation outlining our ODA campaign to date. Board members were asked to share and amplify the social media campaign and reach out to local TDs/Ministers. Members congratulated the team on the excellent work. The impressive webinar, the video and the social media work were particularly praised.

Dóchas will aim to do a lessons learned on the campaign for a subsequent Board meeting. In particular we would like to consider establishing a Board policy sub-committee to strengthen our policy work and messaging.

11. Report by the CEO

In presenting the report, copies of which were circulated to members in advance, the CEO drew attention to our public perception poll which may warrant a longer conversation as we embark on the public engagement research project. There was some discussion on the links between logo, brand and strategy which can be revisited at a later stage of strategy.

Action

- Board members were happy with the design of our new Dóchas logo. This has been a light-touch process aimed at freshening up our brand rather than doing a deep-dive re-branding exercise.
- Members were asked for support and ideas in relation to event we hope to hold for Board trustees in November, during Charity Trustees' Week (16-20 Nov.). Details to follow.

12. Report from Sub-Committee on Finance, Audit and Risk

It was noted that the minutes of the last meeting (7 September) will be circulated to the Board once they have been formally approved by the committee.

The Treasurer said that the main items discussed were the financial report for Q2, the reforecast budget and public engagement research budget (copies circulated in advance of this meeting), the office lease (discussed under agenda item 5), procurement of services, and tendering for the 2021 audit process.

In relation to the reforecast budget, which has been approved by the FARC, it was noted that we expect to have a deficit of approximately €51k, which will be financed from excess reserves. This is slightly lower than expected. It is based on receiving a 30% drop in income from membership fees, but we will not have a clear picture of that budget line until the middle of Q4.

We will be developing a more detailed statement on our approach to spending down our excess reserves over a 3-year period, in response to a member query.

Action:

- Minutes of 7 September meeting to be circulated to Board with pack for November meeting.

13. Report from Sub-Committee on Human Resources and Remuneration

It was noted that the minutes of the last meeting (18 September) had not been formally approved by the committee, so were not circulated in advance.

Sarah detailed the key items including:

- Return to the office protocols and approach in light of COVID. This is taking considerable time to work through. Dóchas is aiming to make the office safe to allow staff to return on a 'blended' basis if and when government guidelines allow. A staff survey has been completed to shape the

process, and desks will be re-configured to allow better social distancing. We will also need to develop a specific COVID policy to supplement our Health and Safety policy.

- The well-being of the team remains a key priority in this uncertain period so it has been agreed to offer a wellbeing day (additional to annual leave) as well as recompense if they wish to avail of the flu vaccine.

The Chairperson said that the CEO's contact runs out in February 2021 so she will be seeking the support of the HR sub-committee to agree an appropriate process for taking this item forward.

Action:

- Minutes of 18 September meeting to be circulated to Board with pack for November meeting.

14. Review of the Risk Register

The Risk Register was circulated to members in advance of this meeting.

It was noted that:

- Risk 4 (poor governance of a member) - remains amber for the reason identified in the 'Actions to be Taken' column but no particular issue has arisen.
- Risk 6 (members leave the network') – remains amber. As invoicing begins, we will need to monitor the impact of the new fee structure on members.
- Risk 13 (poor health and safety conditions) – remains amber as we actively work on providing a safe return to the office approach, as noted above.

The following changes to the risk rating were agreed:

- Risk 3 (negative social media) to be moved from green to amber in recognition of the fact that we will need to monitor our social media closely as we launch the ODA campaign. A separate risk document has been developed to respond to any negative feedback.
- Risk 7 (income declines) to be moved from amber to green to reflect the fact that we have completed our Q3 reforecasting and are in a relatively comfortable position in terms of income for 2020.

It was noted that during the Irish Aid bilateral they recommended that we look at defining the Covid-related risks more clearly, not just the specific mitigations actions. We will bring this advice to the Governance sub-committee to review.

Action:

- Dóchas is expected to review/revise the risks, this year, to ensure they are appropriate.

15. Other Business

15.1. Irish Emergencies Alliance

Two Board members provided an update on the launch (22 Sept.) of the Irish Emergencies Alliance (IEA) joint Coronavirus appeal. A number of Dóchas members are involved including ActionAid Ireland, Christian Aid Ireland, Plan International Ireland, Self Help Africa, Tearfund Ireland, and World Vision Ireland. In the Alliance's messaging to politicians, they used Dóchas' ODA messaging.

The CEO noted Dóchas' support in principle to the IEA as it was an effort to collaborate, which is at the heart of our mission. We understand its focus is on improving humanitarian fundraising but that conversations around humanitarian policy and practice will remain within the Dóchas Humanitarian Aid Working Group (HAWG). Dóchas has invited the Alliance to write a guest blog to explain the purpose of the Alliance in order to clarify it for members of the network.

16. Date of Board Away Day and of future meetings

The next Dóchas Board meeting as well as the 2020 Away Day will take place on Thursday, 19 November 2020 from 9.30am to 4.00 pm.

The expected Exchange with Irish Aid had to be re-scheduled due to the late start, but it was then cancelled because the Irish Aid representative was called away at late notice.

Chairperson:.....

Date:.....