

**Amnesty International UK Section**  
**Board Meeting**

**30 November 2013**  
**Seminar Room**  
**Human Rights Action Centre**

**Present:**

Sarah O'Grady, Chair  
Hannah Perry, Vice Chair  
Cris Burson-Thomas, Treasurer  
Ruth Breddal  
Tom Hedley  
Harrison Littler  
Sarah Ward  
Katie McSherry  
Rona Keen

**Attending:**

Kate Allen, Director  
Tim Hancock, Director of the Chief Executive's Office  
Kerry Moscogiuri, Director of Supporter Campaigning and Communications  
Tony Farnfield, Director of Corporate Services  
Dean Anderson, Head of Major Donors  
Ruth Dawson, Staff Representative  
Tom Fyans, Head of Campaigns (for item 8 'ATT Evaluation')

**Apologies:**

Louise Ewington  
Brian Gilda  
Hugh Whitby

**1. INTRODUCTIONS**

**1.1 Apologies**

The Board received apologies from Hugh Whitby, Louise Ewington and Brian Gilda.

**1.2 Welcome & Introductions**

The Chair welcomed everyone to the meeting and introductions were held.

**2. PREVIOUS MEETING**

**2.1 Draft Minutes of 21 September 2013; Accuracy**

The Board noted paper B/2702 and amended the minutes as follows;

Point 5 (Pg. 3) 'CAPP Implementation Update', Staff Representative input was amended to reflect staff surprise and confusion that so many applications for voluntary redundancy were approved by management (to the extent that a large number of vacancies will now be

created), especially given that the main reason for the restructure was understood to be financial.

The draft minutes of 21 September 2013 were APPROVED pending the above amendment.

### **3. REPORT FROM SUB-COMMITTEES, NETWORKS, GOVERNANCE TASK FORCE AND INTERNATIONAL MOVEMENT**

The Chair invited Sub-Committee Chairs and other Board members to report back on any activists/governance meetings they have attended since the last Board meeting (21.09.2013).

**Active Membership Sub-Committee;** Hannah Perry, Vice Chair & AMSC Chair reported that the AMSC are working on producing a set of objectives for their work for 2014-15. The AMSC is also planning on engaging other activist bodies in the development of the objectives for the committee (together with the Supporter Campaigning team).

**Human Resources Sub-Committee;** Sarah Ward, Board Member & HRSC Chair reported back on the most recent HRSC meeting held on 7 November 2013. Some HRSC members felt that the Board are not engaged (enough) with matters to do with people be they members or staff and that the Board need to acknowledge this sentiment and discuss possible means to address it with the HRSC.

The Chair observed that this was a theme from other Sub-Committees and was being addressed e.g by this standing agenda item.

Other work the committee is currently looking at include amalgamating the three different grievance procedures operating in the organisation, the staff survey (due early 2014), the committee discussed the number of questions and agreed that Richard Gartside, HRSC member and Louise Court, Head of Human Resources will be taking this work forward.

**Joint Consultative Committee;** Sarah Ward, Board Member feedback on a good discussion held at the recent JCC meeting (7 November) on moving forward and finding ways to re-build trust between management and Shop Stewards. There is a 'Working in Partnership' workshop scheduled for late January where management and shop stewards will be discussing ways to improve their communications. Ruth Dawson, Staff Representative thanked Hannah Perry, Vice Chair and Cris Burson-Thomas, Treasurer for coming to meet with staff in the HRAC, this visibility is highly appreciated by staff, she invited other Board members to meet staff in this way.

**International Issues Sub-Committee;** Harrison Littler, Board Member & IISC Chair reported back on the IISC meeting held on 16 November. The main point of discussion was around the policy on sex workers which sections have been asked to consult upon. The IISC want to shape the consultation with AIUK members and want to further understand the parameters both in terms of timings and the extent to which the policy can be influenced. The IISC members are broadly in favour of the policy and discussed whether the AGM could be the main vehicle for consulting with our members, the deadline issued however is the end of March and decision is due at the Chair's Assembly in June 2014. The Board discussed how to best reconcile the policy with our AGM decisions both of which have asked for a review and for Amnesty International to establish a position.

**ACTION:** Tim Hancock, Director of the Chief Executive's Office to outline the process and timetable for consultation in the next Chair's email due to be circulated to activists in December.

**ACTION:** Tim Hancock, Director of the Chief Executive's Office to pass on all the related policy papers to the Paisley Group (Proposers of the 2013 AGM resolution on Prostitution) with a covering note explaining the process of consultation.

The Board thanked the IISC for their efforts in helping with the consultation.

**Country Co-ordinator Conference;** Rona Keen, Board Member and Country Co-ordinator for Central Africa, informed the Board that the country co-ordinators held a very successful conference. All sessions were useful, including one about the AIUK Campaigns Calendar by Champa Patel, Head of Priority Campaigns and Individuals At Risk, which looked at work planned and priorities over the next year, and a very constructive session with Allan Hogarth (Head of Advocacy and Programmes) about improving our lobbying work.

Recruitment of new Country Coordinators is progressing and work is planned on how coordinators can network with other networks, such as the Trade Union Network and Student Network.

**Training Working Group (TWG), Children's and LGBT Networks;** Kerry Moscogiuri, Director of Supporter Campaigning and Communications attended these meetings in order to give feedback on the ICM and to update them on implementation of CAPP. Given the number of changes, these networks reported feeling disconnected to staff and they requested more support. Hannah Perry, Vice Chair, Andy Hackman, Head of Community Organising and HRE and Hannah Shaw, Community Organising Manager are in discussions to address this disconnect.

Members of the TWG have all resigned sighting their dissatisfaction with CAPP as the principal reason. Andy Hackman, Head of Community Organising, HRE and Events will be review the training programme and the ways to support and communicate with the network of trainers.. The Board thanked the TWG for the great work they have done over the years.

**Regional Conferences;** Kate Allen, Director recently attended the North East Regional Conference in York to feedback on the ICM, Kerry Moscogiuri, Director of Supporter Campaigning and Communications attended the North West Regional Conference in Manchester. Both conferences were well organised and successful.

The Chair thanked the Sub-Committee Chairs and the Senior Management Team for their feedback.

**ACTION:** The Directorate to re-circulate the list of planned activists meetings, Hannah Perry, Vice Chair to ensure that wherever possible all meetings are attended by a Board member.

#### **4. SECTION & TRUST RESOLUTION**

The Board noted paper B/2722.

Tony Farnfield, Corporate Services Director presented a paper requesting the Board to agree resolutions to authorise some individuals to act on its behalf as signatories. The Board discussed the following resolutions;

- The Co-operative Bank plc.("the Bank")shall continue as our bankers in accordance with our original application
- The bank shall be authorised to accept instructions (including written instructions sent by facsimile and electronic instructions through the use of digital signatures and or/identification numbers or passwords) from us in connection with the account(s) and the service, provided that the instructions are given and/or signed in accordance with the signing authority

listed in the account signatories Section 6b. Instructions shall mean: cheques, bills of exchange, promissory notes or other orders for payment drawn, made or accepted on our behalf (even if the payments cause the account(s) to be overdrawn) and requests or instructions in writing concerning the account(s). Our affairs or property (including the opening of the new account(s), the arranging of facilities and creation of security)

- The Bank shall be authorised to honour all cheques and all other documents made or accepted on our behalf even if such payment causes any accounts to be overdrawn or increase any existing overdraft, provided that such documents are signed in accordance with the specimen signatures shown in the account signatories Section 6b
- The Bank shall act on all specimen signatures in accordance with any instruction, notice, request or other document in writing concerning our account (including the opening of new accounts), affairs or property, as shown in the account signatories Section 6b.
- The Bank shall be sent a copy of any future resolutions which affect the terms of these resolutions
- The Bank shall be sent a copy of any changes in our Constitution/Rules/Memorandum and Articles of Association/Regulations or Bye Laws
- The Bank shall be notified in writing of any change of any change of Directors/Partners/Governors/Members/Trustees
- The bank shall be notified in writing of any change of official authorised to sign on our behalf
- The Bank shall otherwise continue to operate our account(s) in accordance with the business account mandate
- The Bank shall be notified in writing of any overall change of control in the business all signatories to the account are aged 16 or over

The Board APPROVED the above resolutions and thanked the Finance Team for the paper.

## **5. GOVERNANCE DAY FOLLOW UP**

The Board noted paper B/2701 Draft Minutes of Governance Day Meeting 21.09.2013.

Tim Hancock, Director of the Chief Executive's Office highlighted the two most pertinent key messages from the Governance Day as;

- The need to improve communications
- The need to revisit/review AIUK's Sub-Committee structure to determine if it is addressing the organisation's objectives.

The Board discussed the governance day and agreed the following;

- The planning and agenda setting for the next governance day will need to start earlier in the year. Attendees would like an opportunity (and more time) to think about the issues due for discussion on the day.
- The Board to allocate one of its members as a 'lead' for the day, to help with the organisation and structure of the meeting and to facilitate some of the sessions on the day.

The Chair referred the Board to point 7, Pg. 7 'Plenary feedback and General Discussion', and asked how sub-committees plan to take this work forward. Hannah Perry, AMSC Chair informed the Board that once the AMSC objectives are set, the AMSC will be requesting a slot at the AGM to report back on how they have performed against their objectives. The objectives will be aligned to Amnesty's Core Standards. Sarah Ward, HRSC Chair reiterated that the Nominations Committee's objectives should be linked with the HRSC's.

**ACTION:** The Chair, Kate Allen, Director and Tim Hancock, Director of Chief Executive's Office will timetable a discussion for the Board about its sub-committees, to discuss whether the Section has the right sub-committees.

**ACTION:** Hannah Perry, Vice Chair to convene the sub-committee chairs to discuss sharing best practice and coordinated planning and reporting of objective setting, agendas and minutes. To submit a report on progress to the next Board meeting in Feb.

Tim Hancock, Director of the Chief Executive's Office reported back on the Governance Task Force (GTF) meetings. There have been two meetings held since the Governance Day, the GTF has allocated four sub-groups who have each met and taken some work forward. These sub-groups are;

- AIUK Governance Structure including AGM
- Relations with the International Movement (RIM)
- Supporting Elected Members
- Consultations, Communications and Transparency

The scope of work these sub-groups have undertaken is substantial and may not be deliverable by April 2014, which is why the Board might be required to submit a resolution to the AGM to extend the lifetime of the GTF.

The Board discussed the scope of the work and agreed that most of the work will result in resolutions to the 2015 AGM, the Board could help the GTF in scheduling/prioritising the work that can be done now and work that could be deferred.

Ruth Dawson, Staff Representative raised concerns from staff about the GTF's plans to consult on the Section's role. Staff are worried what this might result in because the role as it is defined now has been cited as a reason for staff redundancies.

Hannah Perry, GTF member confirmed that the GTF has debated this at length and agreed that the concerns around the role are currently not clear, the GTF will conduct a short questionnaire to help them understand the actual concern about the role before planning on how to approach it.

Tim Hancock, Director of the Chief Executive's Office presented two proposed resolutions to the AGM on the Nominations Committee (NC) put forward by the GTF A special resolution to allow the NC to co-opt two additional members and an ordinary resolution for the AGM to adopt amended terms of reference for the NC amplifying the constitutional requirements to provide additional guidance on how the NC should be chosen, operate and report. The Board discussed the resolutions and agreed to put forward the special resolution and amend the ordinary resolution – not to include the constitutional requirements before submitting it to the AGM.

**ACTION:** Tim Hancock, Director of the Chief Executive's Office to liaise with the GTF and Board on the Special Resolution on the Board's behalf. Chair, Sarah Ward and Rona Keen to discuss the ordinary resolution with the GTF.

**ACTION:** Sarah Ward, Board member and HRSC Chair and Rona Keen, Board and HRSC member to discuss the ordinary resolution especially in relation to the skills and experience sought for in potential NC members and give their suggestions to the Board. The Board will consider Rona Keen and Sarah Ward's suggestions before submitting the ordinary resolution to the AGM.

## **6. ATT EVALUATION**

The Board welcomed Tom Fyans, Head of Campaigns to the meeting to present the evaluation of the Arms Trade Treaty Campaign. The presentation covered the methodology, strategy, outcomes, management and recommendations for future campaigns. The Board discussed the evaluation and made the following comments;

- The ATT was a huge achievement, a culmination of 20 years of campaigning. The Board thanked previous Boards of AIUK, AIUK's partners in the campaign (Oxfam, Saferworld and IANSA –'International Action Network on Small Arms'), the Senior Management Team, the Managers of ATT campaign throughout the years, Oliver Sprague (Programme Director, Military, Security & Police) and Tom Fyans, Head of Campaigns.
- One of the best things about the campaign was how it managed to excite and motivate Amnesty members throughout its many years.
- The campaign was very successful, but there were tensions with the International Secretariat (IS); the Board wanted to understand what AIUK as a Section could have done to ease the tensions. The Board were keen to know if the IS agreed with the assessment in the evaluation. Tom Fyans, Head of Campaigns advised that the IS and AIUK should work to a MoU in thematic campaigns, this will help clarify future expectations and reduce tensions.
- The Section's relationship with the UK government, specifically in relation to the ATT campaign was an especially effective one. Close working relationships ensured that the UK Government remained well engaged with the treaty and were strong advocates at the United Nations.
- The Board were impressed at how the campaign managed to communicate a complex, technical subject to our activist base in easily digestible/understandable information. This helped keep the ATT issue alive in our activists' consciences and local groups were able to have a retained memory of the key issues despite unavoidable turnover of group chairs/secretaries over the years.

The Board noted the forthcoming departure of Tom Fyans, Head of Campaigns; they thanked him for all his work with AIUK over seventeen years and especially for the massive achievement of the Arms Trade Treaty. Tom Fyans, Head of Campaigns in turn thanked the Board and the Senior Management Team for keeping the ATT a priority campaign to its fruition and for all their support as managers and employers.

**ACTION:** The Chair requested a management response to the evaluation to be brought back to the Board in due course.

**2013 ICM DECISIONS IMPLEMENTATION**

**7.1 2013 ICM Delegation Report**

The Board thanked Kerry Moscogiuri, Director of Supporter Campaigning and Communications for producing the delegation report. It was confirmed that the report is made available at all Regional Conferences and key activists meetings. The report was linked/attached to the Chair's September email to activists. Members are also able to obtain a copy on request via the Supporter Care Team.

**7.2 2013 ICM Decisions Implementation**

The Board noted paper B/2010, ICM Decisions – Recommendations for Governance Follow up.

Tim Hancock, Director of the Chief Executive's Office presented a paper outlining prioritisation and allocation of oversight of 2013 ICM decisions to specific sub-committees, delegation of operational responsibilities to the Leadership Team and where the AGM might be involved/informed or consulted.

The Board discussed and AGREED the following prioritisation of the ICM decisions;

High priority (for the Board to maintain oversight and retain final decision making authority);

- Decision 1 - Assessment System Review
- Decision 2 - Restricted Giving
- Decision 7 - Governance Reform

- Decision 20 - A vision for Sections and Structures
- Decision 24 - Strategic Goals

Medium priority decisions (for the Board to delegate to its sub-committees, but monitor and provide guidance if significant issues of strategy or governance are involved);

- Decision 1 - Financial Reporting
- Decision 1 - Global Reserves Guidelines
- Decision 3 - Accountability of International Assessment to Stakeholders
- Decision 6 - Core Standards
- Decision 17 - Sporting Organisations
- Decision 18 - Accepting Funding from States and Foundations

The Senior Management Team will conduct an assessment of the possible implications of a decision, communicating specifically what might be at stake for AIUK, and providing an outline on how the Section should respond. For all high priority decisions this will be brought back to the Board at the February meeting. Medium priority decisions and those delegated to sub-committees will be brought to the Board between February and May 2014.

The Board agreed that these resolutions may potentially lead to membership consultation over the next two years;

- Decision 3 - Accountability of international assessment to stakeholders
- Decision 7 - Governance Reform
- Decision 20 - A vision for Sections and Structures
- Decision 24 - Strategic Goals

Apart from the above decisions, AIUK may need to engage/consult with members on the policy relating to sex workers and on issues coming out of the Governance Task Force.

Tim Hancock, Director of the Chief Executive's Office had also presented this paper to the International Issues Sub-Committee (IISC). The IISC were broadly supportive of the prioritisation and asked that the Senior Management Team include proposals on how to engage members in the formulation of the next Integrated Strategic Plan (2016-21).

**ACTION:** Tim Hancock, Director of the Chief Executive's Office to keep the Board regularly updated on the progress of this work, and bring to the Board's attention any required decisions on the high priority resolutions.

The Board thanked Tim Hancock, Director of Chief Executive's Office for the paper and presentation.

## **8. CAPP IMPLEMENTATION REPORT**

The Board noted paper B/2712, CAPP Implementation Report.

Tony Farnfield, Director of Corporate Services presented the CAPP implementation report outlining the latest developments and progress towards implementation of the AIUK restructure as follows;

- There are currently 20 vacancies (not all CAPP related)
- Currently recruiting for 12 posts including Director of Fundraising
- 11 out of 12 Leadership Posts have been filled
- There have been 16.4 FTE (19 individuals) voluntary redundancies at a cost of £731K, most of the staff are scheduled to leave on 11 December.

The Director reiterated that it remains a very difficult time for staff; the organisation is losing talented and valued colleagues who have made significant contributions to the work of AIUK. The Director

was pleased that compulsory redundancies had been avoided which had been an aim throughout the year.

Ruth Dawson, Staff Representative reported that she has received some feedback on this item including the following;

- 2 individual staff felt that the last sentence in the CAPP paper “The end of CAPP is close, though there is some work to be done to ensure a transition to a results orientated, efficient, high performing workforce and culture”, was insulting to some staff – the way it is phrased could read that up until CAPP staff were not results orientated or efficient.
- 5 members of staff said that there was a strong sense of disappointment in the lack of reference to re-building of trust and managing relationships between staff and management in the paper. Staff were keen to start this process, which should represent a real investment over one or two years starting early 2014.
- One member of staff felt that the process of change has been badly managed and that some contrition should be shown.
- 2 December has been set as the CAPP implementation/completion date, when the new structure begins. Staff felt that this was an arbitrary date and was uncomfortable because most of the staff due to leave will be leaving on the 11 December. 1 member of staff felt that there has been a general lack of tributes to leaving staff, especially staff from the leadership team. There was disappointment about this; it was felt that more could be done to acknowledge their contribution to the organisation.
- Another member of staff said that it was good to see support for staff who are leaving, in terms outplacement training but staff who are staying will also need support to help them adjust to their jobs, new teams and departments.

The Director recognised the difficulty in balancing the needs of staff leaving and the need for remaining staff to move to new posts and drive work forward. The tributes for staff were planned in the week of 9 December. In addition, there would be a staff survey, a partnership day with the trade union and an all staff meeting focusing on our campaigns. This would all contribute to rebuilding trust.

The Chair thanked the Staff Representative for her feedback, she stressed that the Board hugely appreciates the work done by staff and wanted that to be conveyed to all staff those who are leaving and those staying. She had read the last sentence of the CAPP paper as forward-looking, continuing the focus on results, not that it had not existed.

**ACTION:** The Staff Representative to share her written feedback to the Board. This will be emailed to Sarah O’Grady, Chair.

The Board asked the Director to consider how the CAPP structure would be reviewed.

**ACTION:** Kate Allen, Director to keep the Board updated on this.

## **9. 2014 AGM/NATIONAL CONFERENCE**

### **9.1 2014 AGM Brief & Draft Programme**

The Board noted paper B/2011, 2014 AGM Event Brief.

Kerry Moscogiuri, Director of Supporter Campaigning and Communications presented a brief for the 2014 AGM for the Board’s consideration and discussion.

The overarching objectives of the 2014 AGM would be;

- i. To meet our constitutional obligations as a democratic movement.
- ii. To inform, inspire and motivate our most active supporters to campaign on our key campaigns agenda.



- iii. To provide a forum for informed debate and decision making.

The Board discussed the communications objectives and the event deliverables. The 2014 AGM will be held in Edinburgh, the organisation wants to encourage maximum participation in the event, encourage inclusion and participation with opportunities to meet and connect with activists across constituencies. There will be dedicated workshops and plenary slots for the campaign priorities My Body My Rights and/or Stop Torture, there might also be an opportunity to have a debate on devolution involving prominent Scottish political figures. Individuals at Risk and human rights defenders work will also feature in the programme.

The Board discussed and agreed the AGM brief and draft programme, especially the plans to demonstrate how we put members/activists at the heart of what we do. The Board asked that the feasibility of holding a session on Saturday morning for those activists arriving early be considered. The Board agreed it would be a good idea given the AGM location to have a session on Scottish devolution.

Katie McSherry, Board member stated that it will be important to raise awareness among staff on Scottish independence. The Board will also need to be consistent in their responses to any questions on the issue.

Hannah Perry, Vice Chair reported that there were very strong suggestions from youth/students for having a précis for resolutions. Kerry Moscogiuri, Director of Supporter Campaigning and Communications will ensure that the resolution form has a section for a précis.

The Board confirmed that (mostly) they will be arriving on the Friday night for the pre AGM Board meeting, they asked for confirmation on when other international guests will be arriving.

**ACTION:** Kerry Moscogiuri, Director of Supporter Campaigning and Communications to make the necessary arrangements and inform the Board of their meetings timetable at the AGM.

## **9.2 Board Resolutions to the AGM**

The Board discussed what resolutions they could bring to the AGM and the following was suggested;

- Extending the lifetime of the Governance Task Force (GTF)
- Sex workers (decriminalisation)
- Co-options to the Nominations Committee (Special Resolution)
- Skills required for Nomination Committee members
- AGM/National Conferences locations
- The Sections banking options.

The Board to discuss this further and aim to finalise their resolutions at their next Board meeting on 1 February 2014, the deadline for resolutions 10 February 2014.

## **9.3 Previous AGM Decisions and AGM Tracker**

The Board noted paper B/2713, the AGM tracker which lists the correspondence between resolution proposers and allocated Board members updating them on the implementation of their resolution.

## **9.4 Implementation Report on the Website**

The Board noted paper B/2021, 'AGM Implementation Reports on Website'.

Tim Hancock, Director of the Chief Executive's Office presented a paper outlining options on implementing decision C3 of the 2012 AGM which requires AIUK to place AGM decisions on the website. The Board was asked to consider whether the implementation report should be placed on the website, as it stands there are risks with breach of confidentiality and to a lesser degree harm to

operations. The Board asked for more information on the barriers to establishing a 'members only' part of the website where such documents can be placed and the feasibility and development costs.

**ACTION;** Kerry Moscogiuri, Director of Supporter Campaigning and Communications to get back to the Board within two weeks explaining what the barriers are to setting the 'members only' area for the website and whether there might be other web based solutions to placing information for members only.

The Board discussed the options in the paper and AGREED on option E, to produce the implementation reports as public documents and place them on the website. This solution would allow for all members to view the implementation report and will meet the AGM decision and provide the Board with an opportunity to respond to the publically available AGM decisions. It would still be difficult to provide full information on implementation where this entails possible breaches of confidentiality or harm to our operation, this information might be made available on enquiry.

## **10. ANNUAL PLAN & BUDGET**

### **10.1 ANNUAL PLAN**

The Board noted paper B/2714 'Transitional Operational Plan January – June 2014', the Chair asked the Board to send in any queries and comments via email to the Senior Management Team.

### **10.2 ANNUAL BUDGET**

The Board noted paper B/2715 '2014 Budget and Projections'.

The Treasurer reported that the budget has been discussed in detail by the Finance Sub-Committee (FSC) at their meeting on the 28 November. The FSC are satisfied with the budget and projections and recommend it to the Board, they are keen to emphasise that the organisation should not go further into reserves and that for now the projected £0.7m deficit for 2014 is manageable, though sensitive to a number of assumptions, particularly those relating to income growth.

The 2013 budget looks better than planned due to a small number of unusually high value legacies. For 2014 the forecast growth of income is at 5%, from the original 2013 budget. For 2018 onwards the budget allows 2% growth on income and 2% growth in line with 2013 budget assumptions. AIUK expects to receive a particularly substantial single legacy in 2014 which underpins the £3m 2014 budget for this income source.

The 2014 contribution to the international movement is already agreed in relation to the audited 2012 figures, future contributions have been recalculated on the basis of the new income projections.

The revised establishment (as recommended by the FSC) is 151.4FTE. The FSC have instructed that AIUK continues to limit itself to this figure.

The Board thanked Tony Farnfield, Corporate Services Director and the Finance Team for the budget paper and the Treasurer and the FSC for their deliberations on the budget.

The Board APPROVED the 2014 budget and projections.

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Due to time limitations the Chair asked the Board to give their comments on the following items on the agenda via email;

- Global Campaigns
- Director's Report
- Q3 Report Against Plan

The Chair thanked the Board and Senior Management Team, Dean Anderson, Head of Major Donor Development and Ruth Dawson, Staff Representative for attending the meeting and the PA to the Director for taking the Minutes.