

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

**11 May 2013**  
**3<sup>rd</sup> Floor Seminar Room**  
**Human Rights Action Centre**

**Present:**

Ciarnan Helferty, Chair  
Sarah O'Grady, Vice Chair  
Louise Ewington  
Ruth Breddal  
Rona Keen  
Tom Hedley  
Harrison Littler  
Brian Gilda  
Hugh Whitby  
Katie Boothby  
Cris Burson-Thomas

**Attending:**

Kate Allen, Director  
Kerry Moscogiuri, Marketing Director  
Tim Hancock, Campaigns Director  
Tony Farnfield, Corporate Services Director  
Selma Shirazi, PA to the Director

**Apologies:**

Hannah Perry

**1. INTRODUCTIONS**

**1.1 Apologies**

The Board received apologies from Hannah Perry.

**1.2 Welcome & Introductions**

The Chair welcomed Board members to the meeting.

## **2. PREVIOUS MEETING**

### **2.1 Draft Minutes 02.02.2013– Accuracy & Matters Arising**

The Board noted paper B/2646 and approved Board minutes of 2 February 2013.

### **2.2 Draft Minutes 02.03.2013– Accuracy & Matters Arising**

The Board noted paper B/2656 and approved the Board minutes of 2 March 2013.

The IISC Annual report and ICM voting reform discussions will be brought to the July Board meeting.

### **2.3 Draft Minutes 11.04.2013 - Accuracy**

The Board noted paper B/2663 and amended the minutes to include the Board's thanks to Sharmila Kar, retired Board member. The approved the Board minutes of 11 April 2013.

## **3. TREASURER'S REPORT**

The Board noted paper B/2664.

Cris Burson-Thomas, Treasurer presented his report to the Board summarised as follows;

- In March the approved budget assumed the restructure would be implemented immediately after the AGM and that the full costs of restructuring would be recouped in 2013 by savings delivered in the year. A contingency of £250k was included in the March budget to offset some of the delay and it was agreed that £270k from the 2012 year end improvement would supplement that contingency. Should the restructure be delayed until after the ICM, the shortfall of costs and 2013 savings delivered implies a further £360k net cost in the year – affecting the reserves
- There is a surplus of £87k for the first quarter of 2013; Quarter 1 income £333k is lower than budgeted.
- Supporter retention is anticipated to be 89.9% for 2013.

The Board discussed the budget and requested the Senior Management Team identify operational budget cuts and bring back a revised budget to the Board. The Board emphasised that the cuts be one off annual costs, not a permanent cut to the organisation at this stage.

**ACTION: The Senior Management Team to present a revised budget (with the savings) at the July Board meeting.**

The Board requested that the Treasurer's Report include a narrative around reserves to accompany the tables and charts provided.

The Board was informed that the increase in subscriptions will come into effect in July 2013.

The Board thanked the Treasurer for his report.

#### **4. 2013 AGM/NATIONAL CONFERENCE FEEDBACK**

##### **4.1 Board Feedback to the AGM Evaluation**

The Board provided the following feedback on the AGM;

- It was a good transition down to two days, a lot was covered effectively and there was no feeling of having missed anything important.
- Members needed somewhere to meet on the Saturday night, a social gathering to be considered for 2014 AGM.
- The workshops were well attended and the feedback received was good.
- It was very good to have our international colleagues at the AGM, we need to introduce our members to the people and work Amnesty is doing in the global south.
- Staff did a great job in briefing and preparing the Board.
- The AGM Chair handled the conference business very well, it is to his credit that the exceptionally large number of resolutions were all discussed and decided on in time.
- The venue was very good, there are considerable savings if the AGM stays in the same venue for a number of years, members should discuss this issue in light of the costs.
- The keynote speaker was unable to attend, for the second year running. We need to be careful in our choices in the future, and invite speakers who are more likely to attend.

The Chair asked the Board to send any other comments to Tim Hancock, Campaigns Director to include in the AGM Evaluation which will be discussed at the July Board meeting.

##### **4.2 Summary of AGM & EGM Decisions Requiring Implementation**

The Board noted paper B/2658 and discussed the resolutions that require implementation and reporting at next year's AGM. Tim Hancock, Campaigns Director outlined the resolutions by broad topic as follows;

###### ICM Emergency Resolutions

The Board will submit two emergency resolutions to the ICM. These resolutions will be sent to the ICM delegation for clearance before the translations deadline of the 18 May. There is also a resolution requiring the Board to support other ICM resolutions on assessment and governance reform and submit an amendment to the ICM resolution on core standards.

###### AIUK Governance

Under this topic are resolutions requiring action by the Governance Task Force in overseeing a consultation on the role of AIUK and a process for the admission of AIUK

supporters to the membership of AIUK and action by the Board in improving its transparency and accessibility to members. Decision C3 from 2012 requires the Board to publish AGM decisions on the website and magazine, appoint a designated Board member to oversee implementation of decision and keep members (who have registered interest) updated on the implementation progress.

### Movement Governance

C6 (2013) requires the Board to support the development of IS processes to achieve operational excellence and cost effectiveness and develop KPI to provide clear and measureable proposals on the Global Transition Programme.

### Financial Management

Under this topic are decisions that require:

- The Board to review financial/risk management at AIUK, its oversight of IS finances and provide regular updates for members covering both AIUK and IS finances.
- A call for a review of salaries paid to IS senior management.
- An increase in membership subscriptions
- To withhold payment of the assessment unless the IS specifies the purpose that it will be used for and provides a report of the progress and achievements on previous projects funded by AIUK.
- A budget reflecting the EGM decisions.

### AIUK Restructure

Decisions D1 decided on a material reorganization of AIUK staff to meet the saving requirement. D2 gave consent to implement the structure as set out in the conference pack and D4 requires negotiations between Unite and the Board (using ACAS) and for the Board not to make any irreversible and expensive changes to the staffing structure of AIUK before the ICM.

### Campaigning & Policy

Resolutions were passed requiring campaigning around

- The Chittagong Hill Tracts
- Ethiopia
- Migrant workers on the move
- Drones
- Human rights of sick and disabled people
- Refugees & Asylum Seekers (working with the Still Human still here coalition)
- Trade Union Rights

### Communications

Resolution E1 gave specifics on the journal/magazine, it should include 9 cases and provide more information to all members including those without internet access so they can participate in letter writing. E2 requires AIUK to establish regional trade union networks, E3 stipulates that the website should include a list of all youth, student and

local groups by nation/region and C1 (2012) requires AIUK to ensure the continued presence and sufficient resourcing of permanent regional offices.

The Board thanked Tim Hancock, Campaigns Director for his presentation.

#### **4.3 2013 AGM Decisions**

The Board noted paper B/2659.

The Board assigned designated Board members to work on the resolutions, discussed the topics/implementation and agreed the following;

- Statements (on progress of implementation per resolution/decision) will be drafted by staff assigned to work on those resolutions and then sent to the designated Board member to approve for sending out to interested members (those who have signed up to be updated on particular resolutions).
- The administering of this update will be done by staff (via the database MASCOT) in order to keep track of the information going out and who it is going out to, so that it is all recorded.

**ACTION:** Tim Hancock, Campaigns Director to send to the Board a list of staff designated to work on the resolutions.

**ACTION:** To have at each Board meeting a ‘tracker’ document that lists the progress of implementation of resolutions and the number of updates sent to the members.

### **5. GOVERNANCE TASK FORCE**

The Chair gave a presentation on the Governance Task Force; its appointment process, timetable, priorities and the streams of work it would need to cover. Applications for the task force have been received and considered by the Nominations Committee, the Chair is now considering the NomCom’s recommendations. The Chair stated that the task force should also include in its membership two nominations from each of the Trust, the AMSC and IISC. It should be member led and include the Chair in an ex-officio capacity.

The Governance Task Force should be appointed and must meet before the July Board meeting, its meetings should be aligned to the Board for clear reporting and the Chair will update the members (via his monthly email update) on its progress.

The priorities of the Governance Task Force are;

1. Constitution and Standing Orders
2. Communications, consultation and transparency
3. Relationship with the international movement
4. Material reorganisations
5. Role
6. Nominations, elections, AGM committees, training and support
7. Charitable trust/Section relationship

Each stream of work will be supervised/Chaired by a member of the Task Force. The work will be progressed outside the Task Force meetings, progress reports to be discussed at the Task Force meetings. The Task Force will invite relevant people (for instance the Returning Officer, John Pestle for item 6 ‘nominations/elections’) to discuss with and give evidence to streams of work.

The Board discussed the Chair’s presentation and agreed;

- Tom Hedley, Sarah O’Grady and Hannah Perry would be leading on the Governance Task Force, its reporting to the Board and to the members.
- The Treasurer to be invited to work on point 7. Charitable Trust/Section relationship.
- The Governance Task Force need to determine an overarching purpose that will weave throughout its streams of work. The ICM Core Governance Standards will have a bearing on this purpose.
- The Governance Task Force will have to demonstrate and show the members if and how they have been successful/delivered their desired outcome, this will be incorporated in their reporting mechanisms.
- The September meeting will be extended; it will now take place over two days all the sub-committees will be attending including the regional representatives. The items on the agenda will be ICM feedback and the Governance Task Force.
- The Task Force could welcome thoughts, contributions from those members who applied but were not chosen to serve on the Governance Task Force.
- There will be a member of the Task Force (in each of the streams of work) who will have the task of recommending any required changes to the constitution in order to establish the changes made/brought forward by the Task Force into the organisation. It would be good to have people who are aware of the history behind our constitution, who might know the reasons why the articles were drafted as they are. Louise Ewington, Board member volunteered to look at the recommended constitutional changes from the Governance Task Force.

## **6. 2013 INTERNATIONAL COUNCIL MEETING**

### **6.1 Delegation Selection**

The Board noted paper B/2662 and discussed AIUK’s objectives for the ICM, the skills and required knowledge/experience and the criteria for selecting a delegation to the ICM. AIUK is entitled to the maximum number of delegates – 6. The ICM will be held in Berlin from the 18 to 22 August. The Board agreed on the following delegates to represent AIUK;

- Ciarnan Helferty, Chair
- Sarah O’Grady, Vice Chair
- Cris Burson-Thomas, Treasurer
- Tom Hedley, Board Member
- Kate Allen, Director

- Kerry Moscogiuri, Marketing Director

The Board noted that the criteria for selecting the delegation need to seek a broad skills mix whilst ensuring diversity.

## **6.2 Towards the ICM**

The Board noted paper discussed B/2665 'Towards the ICM' which summarises the preparations ahead of the ICM and agreed to delegate the approval of AIUK's emergency resolutions to the delegation in time for the 18 May deadline. The Board agreed to let the ICM Preparatory Committee know that they would like AIUK's sport resolution to be addressed as a resolution and not via a working party discussion as per their suggestion.

**ACTION: Tim Hancock, Campaigns Director to write to the ICM Prep Com and inform them of the Board's decision.**

**ACTION: Cris Burson-Thomas, Treasurer to inform the York Group of the Board's decision.**

The Board discussed consultations with members before the ICM, informing them of the ICM agenda and resolutions. The IISC will send out questions around the resolutions to members/groups in order to encourage participation in the debate.

## **6.3 ICM Resolutions**

The Board noted paper B/2666, Circular 6 '2013 ICM resolutions'.

## **7. FEEDBACK OVERSIGHT PANEL**

Tony Farnfield, Director of Corporate Services requested a Board representative on the Feedback Oversight Panel. The Board agreed that Louise Ewington and Hannah Perry will both represent the Board on the panel.

## **8. DIRECTOR'S REPORT**

The Board noted the Director's Report covering the period between March to May 2013. The Director attended a number of local group meetings and regional conferences leading up to the AGM in April. The Director reported on the successful ATT campaigning and being part of the AI delegation to the UN in New York, a celebration will be held at the Foreign and Commonwealth Office (on 15 May) to which Board members have been invited. The Director updated the Board on the Foreign Secretary's Advisory Board (which she is part of) on Preventing Sexual Violence in Conflicts Initiative (PSVI). The International Secretariat is now examining how AI can support the initiative in its implementation and broader adoption at UN level. The Board was also given an overview of upcoming meetings and events that the Director will participate in.

## **9. CHAIR'S REPORT**

The Chair gave a verbal update on his activities since the last Board meeting. The Chair sent an email update to members informing them of the AGM decisions, he conducted (along with the other Board Officers) the Director's appraisal, he attended the May Day

march for Amnesty and participated in a phone conference with the IEC Chair, Pietro Antonioli on an update on the Global Transition Programme.

**10. HEALTH & SAFETY REPORT**

The Board will send this report to the Human Resources Sub-Committee (HRSC) for their comment/recommendations in time for the July Board meeting.

**11. RESPONSE TO THE HUBS CONSULTATION**

The Board noted paper B/2669, AIUK's response to the consultation on the relationship between the sections and the hubs. AIUK shared the document with staff and approximately 1,000 leading activists for their comments. Responses were received from the country coordinators and from individual members of staff and teams. The Board thanked Tim Hancock, Campaigns Director for collating the responses and summarising the pertinent points for consideration.

**12. CLOSING REMARKS**

The Chair thanked the Board for attending the meeting.