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| **Minutes of the meeting of the****Board of Trustees for People & Planet****held on 3rd December 2022** |
| **1.1 Attendees****Trustees:** Paris Palmano (Chair),Ellen Carter (Vice Chair),Annie Pickering (Vice Ch air),Ria Patel (Vice Treasurer),Peter FergusonCora Miller,Christina Laird, Adam McGibbon,Kate Tokley,Verel RodriguezStaff: Virginia Moffatt (Company Secretary, all meeting), Jack Ruane, University League Manager (part) Eva Spiekermann Co-Director, Migrant Justice (part).**Apologies:** Guillermo Lluch, Jon Dawson.**1.2 Declarations of interest**Adam McGibbon noted he was on the advisory body of Uplift who is a funder of P&P. He will recuse himself if this funder is discussed.**1.3 Actions from last time****Fundraising:*** Any trustee that has links with grant funders to discuss with Graham to make sure we’re not already in conversation with them.  **- Don't know if anyone has**
* Graham will contact trustees nearer the time to ask them to sign up. **- done**
* Jon to ask Ian to look at setting up a front page summary dashboard. **Virginia will chase Jon on this.**
* Virginia to get costings for salary increased so BoT can approve by email. Done, we should ratify at the meeting. **- done**

**Risk*** Would be good to get some general guidance on libel/defamation. **This was in relation to a discussion about risk, Virginia will agenda for MT. (Hasn’t happened yet as very busy period and lots on the agenda.).**
* Virginia, Peter, Cora and Annie to meet to look at risk register. **Meeting in January.**

**Governance Wheel*** It would be good if student trustee elections ensured designated places for marginalised groups. **Have discussed with Eva and we're happy to consider, only 2 places available this year, so suggest one is designated. Check with BoT which designation.**
* Staff team to review imagery and language on website when there is capacity. **MT have started the process for website and will be holding first meeting in Jan, BoT will be invited to send reps.**
* Virginia to present trustee exit interviews report for next meeting**. On agenda - - done**
* Virginia to take ideas about staff/BoT interactions to MT**. Virginia has raised but have not had much time to discuss.**

**Strategy*** Risk register to be linked to Strategic Aims. **This will be added to risk register agenda**
* Virginia to ensure a strategic monitoring plan is set up**. Had first meeting this week broken down into each aim, with staff reporting back on their areas. Trying to use it as an opportunity to celebrate success, identify any areas of difficulty and have wider strategic discussion. Future board meetings will have regular reports and two trustees will be invited for every meeting.**

**Power Shift*** Student trustees expressed a desire to attend PS meeting Virginia to ask Eva for thoughts**. It’s been a bit of a busy period for Camp Act so Eva invited people really close to the date. However the meeting has now been postponed so she will follow up.**

**General*** Virginia to ensure that papers are docs or pdfs not dot. **Has done for this meeting.**
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| **Item 2: Confirmation of new trustees, Verel Rodriguez and Kate Tokley**Verel Rodriguez and Kate Tokley were interviewed by Ellen Carter, Adam McGibbon and Che Ramsden, who recommended they joined the board.**This was passed with full consensus.** |
| **Item 3: Finance****Paper 3.1 Accounts for 2021/2 for approval.**Ian presented the 2021/22 accounts.He highlighted the following:P11 shows the year ended with a deficit of £25K, less than anticipated and 2020/21 position of £46K, and match last management accounts of the year. This led to a reduction in the reserve position to £66K below the usual three months.We are anticipating a surplus position for 2022/3 so the reserves should be at normal levels at the end of this yearThere is a much better balance between restricted and unrestricted income as we are now calculating overheads for every grant we can.Q: What was £150 income on events? A: Money raised for online Power Shift in 2021.**Paper 3.2 Budget Narrative**Virginia noted the major differences between 2022/3 and for 2023/4:**Salaries:*** 10% uplift.
* MB Officer will be full year.
* Proposal that CJ Snr Campaigns & MB Coordinator is made a permanent position and redesignated Officer to match MB post.This is possible because the JD won’t change.
* Proposal to increase UL to full time though funding may be used for consultancy rather than salary.
* Proposal to create a FFD intern.

**Non staff expenditure:*** Continue budget of £12K for in person meeting.
* £10K for upgrading website/intranet (some work done this year, some next and some in 2024/5).
* Designated legal fund in case of needing to get advice round the Higher Education Bill.
* Designated IT fund for replacing equipment.

**Paper 3.3 Draft Budget for 2023/4**Ian presented latest draft. Current prediction is £53K deficit, but in the last 24 hrs we’ve received a grant from Wallace Global, and prospects for ETF are looking even more positive, so that’s looking like we’re going to reach a break-even position.**Q: Does budget include increase in travel**?: Yes.**Q: Are the new posts forward facing, rather than management**?: Yes both officer posts will be working directly with students.**Q: How is MB work funded?:** Through a portion of every grant application going on MB working, we’ve raised £32K that way which funds the MB Officer post.**Q: Is there enough money for Power Shift?:** This is still a draft budget and has some figures in from last year when we had online Power Shift. We’ll be revising this as we agree format for Power Shift in 2023. Last time we held Power Shift in person it cost £11K but it is likely to cost more. We can fund it through unrestricted funds, money from grants towards events and from people paying to attend.**Q: Individual fundraising is down, how is this being addressed?**: The individual fundraising project that Graham reported on last time is going to be addressing this, but there are lots of steps to take sorting out our database and contact with our mailing list etc. First step is trialling the fundraising drive this month which some trustees have signed up to.**Q: How is the £12K in person meeting calculated?** We developed the budget on the basis of at least 2 meetings a year costing £4K and the possibility of some funding for people working in local hotdesking offices some days of the week. In the event we spent £5K on the one meeting this year and have decided not to hold another one this financial year. We’ve not been able to crack the alternative workspaces for staff.**Paper 3.4 Management Accounts April to October**Management accounts are showing a very healthy position. We were predicted to have £72K grant income at this point and it is currently £149K, £77K up on budget. Ian has adjusted the final quarter to have no grant prospects coming in. Staff expenditure is slightly under budget, and non staff £38K under budget.As grant bids now split costs into direct project, movement building and support, Graham and Ian have reallocated across the projects. This makes it look like CJ is underfunded, it isn’t and will look right next year when we start the financial year like that.**Paper 3.5 Cashflow October to March**Because of all of this, cashflow is looking very positive and indicating we’ll be in surplus with improved reserve position by the end of the financial year.Ian will report back on surplus and what we do with it in March.Kate noticed the positive impact of staff staying longer, which helps build long term relationships with funders. |
| **Item 3: Trustee Exit Interviews & future governance****Paper 3.1 Trustee Exit Interviews****Paper 3.2 Governance Wheel**Virginia highlighted the common themes from the trustee exit interviews. Positives were student trustees gaining a lot of skills, non student trustees committing to a great organisation, working in an inclusive, friendly organisation. Areas for improvement include comms, format of meetings which are too long, ensuring representation on BoT and how chairs and vice chairs are appointed..Ellen noted that it’s important to keep everything that needs to be discussed on the agenda.Christina highlighted the fact that all day meetings at weekends can be inaccessible for student show have to work. Might be better to have shorter meetings in the evenings.Annie suggested someone draw up a document to discuss.Kate is on another board and there are separate sub committees that deal with detail of various aspects and come to the board to rubber stamp.Paris noted that he, Ellen and Annie had already started thinking about how the Chair/Vice Chairs might work together and enable people to shadow them to see if it’s a job they might want to do.It was agreed to set up a working group of Paris, Ellen, Annie, Pete and Christina to take these ideas forward.**AP: Paris to set up governance working group.****AP: Virginia to send detail of what the standard agenda items are** Christina suggested it might be good to work in more social times for trustees to get to know each other. Ellen said she had a quiz that could be used.**AP: All trustees need to sign up to Signal****AP: Kate and Verel to be added to Slack** **AP: All trustees to agree which form of comms to use** |
| **Item 5: Time without staff****Trustee recruitment:** After looking at the CVs and cover letters of the other 2 trustees who were interviewed at the last round of recruitment, neither have much finance experience and so would probably not be a good fit for the treasurer role. No current trustees have finance knowledge sufficient for treasurer role, however Pete would be interested in learning. We decided we should try to recruit externally, however, we need to double check how much time we have before Jon officially steps down**AP - Virginia to put up trustee treasurer recruitment ad – to recruit externally.** **AP: Adam, Ellen, and Pete volunteered to be involved in recruitment.**  **AP - Virginia: To check with Jon his timeframe for stepping down as treasurer (how much time do we have to recruit? - possibly until March)****AP - Trustees to reach out to our own connections to see if we know anyone who might be suitable.** **Relationship building:** Discussion on social events to integrate new trustees into the board, ensuring everyone feels welcome. The buddy system has been historically unsuccessful, so not sure if it’s worth giving it another go again, or if it is just a time waster and our efforts can be redirected elsewhere. Paris’s suggestion of 1-1 meetings was well-received but in reality, hard to implement since last BoT meeting in September. Annie noted that if people don’t need any support do we need a buddy system? Everyone seems to be okay right now, and Trustees are engaging and supporting in other ways i.e. with fundraising, sub-groups etc. **It was agreed to not continue with the buddy system.**Kate is happy to help with a working group for further interaction between staff and trustees with Ria, now that Claire has left. **AP – Kate and Ria to work together on relationship-building stuff with staff, as an alternative to a buddy-system.**  |
| **Item 6: University League****Paper 6.1 A report on the University League 2022/3**Jack Ruane presented a report on the University League 2022/23. This highlighted changes made since 2021/2 which included a new section on Fossil Free Careers,changes to the Divest Border section allowing a question on investment and working with UCU and Can’t By My Silence on precarity issues. Scoring took place inThe resulting league has seem some changes with universities backing FFC and DB doing well.Q: Can you approach post 92 universities for volunteers?A: Not specifically, advertise in university hubs but we get a lot eg from Brunel, Napier, University of East London.Q: How many volunteers did you recruit?A: In 2021 we had 35 full time (zero dropout), 2022 we had 55 because we offered part time opportunities but we had about 10 drop outs.Q: Could students do it through the employment service? A: Yes, next year Jack is also looking at people doing it on placement.Q: What about the network?A: Have tended not to advertise among campaigners as many are very busy with campaigns and don’t want to overload.All the trustees congratulated Jack on his excellent work and are looking forward to seeing the published league. |
| **Item 6: Recruitment data****Paper 6.1 A report on equal opps recruitment data for staff.**As there was limited time on the agenda, it was agreed that this discussion item would be taken into the working group looking at trustee exit interviews and governance wheel as it relates to diversity.**AP: Paris to ensure that the equal opps data is discussed in the governance sub-group.****AP: Virginia to provide data on trustee and volunteer recruitment for this group.** |
| **Item 8: Migrant Justice****Paper 8.1: Report on Migrant Justice Campaign**Eva presented a report on the Migrant Justice Campaigns, highlighting the transition from Undoing Borders to Divest Borders, the 2021 launch of Divest Borders and first campaign win.DB is a challenging campaign as it is harder to get funds and the hostile environment is really embedded on campuses, so it will take longer to get wins.Q:Is the workload of MJ and Movement Building sustainable?A: No it is not. We are hoping the new MBO role will free up Eva’s capacity so she has more time to focus on MJ work.Q: Were the workshops held on line or in person?A: A mix, there have been more in person this autumn.Q: Do you work with SUs?A: In two ways. They can help by getting motions passed in support of campaigns which increase s credibility. And sometimes they can help set up a workshop which leads to a group forming.Q: Did groups that were UB go to DB or disband?A: We wanted to give them the freedom to continue but we hadn’t capacity to support them.Some disbanded, some went to FFC. Might have been better to push them to shift last year, however, losing groups is quite common as people move on.Q: University of Edinburgh UB worked with the University Sanctuary Group who were looking for some help around companies the university was procuring. Eva will be speaking to Edinburgh about this, the reminder was useful!All trustees thanked Eva and the MJ team for the excellent work being done on this campaign. |
| **Item 9.AOB****Union recognition:** IWGB has formally requested we recognise them as a union for all non MT staff. MT will respond saying yes. That means IWGB can enter into collective bargaining and certain consultations. While we are formally offering 10% pay rise, it is possible they may come back and ask for more.Virginia will amend staff handbook to reflect this.**Summary of minutes on website:** Virginia has now put these up for the last year. |
|  **Item 10: What Went Well?****A word to describe the meeting**Informed, inspired, happy, excellent, excited about getting stuck in, pleased, excited by campaign work, great meeting glad to be on board, inspired,**Positives from the meeting**Great organisation, timekeeping and breaks.Campaign reports were very insightful and enjoyable.So impressed by the Uni League.Campaign resorts were v.v. insightful and fab to hear about.+ 2 members of staff gave presentations!Excellent timekeepingGood balance between ops and campaignsLoved Uni League**Could be improved**Campaign reports need more agenda timeWasn’t much space for trustees to ask questionsTime keepingGreat to hear staff reports but need people to keep to timeIt’s a very long day for a zoom call |