

Present:

Board Members

Fiona Abbott
Janet Atherton
Paul Baker
Melanie Carroll
Christine Gibbons
Jacqueline Hills

Dan Howard (Chair)
Andy Key
Rachel Kirkwood
Andy Macnae
Mark Smith
Carl Pearse

Staff

Paul Tuohy
Pete Fitzboydon
Matt Mallinder
James Scott
Nicola Marshall
Phil Hall
Diane Kelway-Bamber (Mins)

Ordinary Business

1. Chair's Communication - DH

- Welcome to Pete Fitzboydon interim ceo and Phil Hall interim director of finance and organisational effectiveness.
- Agreement for shorter monthly meetings as required for 4-6 months to support Covid-19 response.

2. Apologies for Absence DH

- No apologies for absence received.

3. Declaration of Conflicts of Interest DH

- None declared.

4. Notification of Any Other Business DH

- Subsidiary Companies (addressed within Item 7b) and Holidays and Tours update (addressed within Item 11).

5. Minutes of the 23 January 2020 meeting DH

- Minutes were agreed as an accurate record of the meeting on 23rd January 2020.
- Update on Action Log: financial controls, values, membership, pay & reward strategy.

6. Matters Arising from the previous meeting not covered on the agenda DH

- Accounts 18-19, H&T Flying Policy, Governance schedule, safeguarding policy.

7. Committee Reports

- Nominations Committee 18.03.20 minutes presented and approved. Trustee elections and co-option discussed and agreed.
- Chair selection process outlined - JA expressed interest and DH offered to stay another year.
- Audit Committee 18.03.20 minutes presented and approved. Name change to Audit & Governance Committee and agreement to appoint PH as company secretary. Discussion on subsidiaries and final draft accounts.

- Finance & Performance Committee 04.03.20 minutes presented and approved. Discussion on Gift Aid and reserves, with KPIs to be discussed at next board.

The following Agenda items are for Approval (A) Discussion (D) or Information (I)

8. Budget 2019/20 Reforecast (D)

- Presentation of budget 2019/20 reforecast and discussion on membership income, pay strategy, reserves, KPIs, and 20/21 budget and business planning.

9. CEO and SMT Update – (D)

- Update on covid-19 impacts, behaviour change, campaigns & engagement, membership transformation.

10. Digital Strategy (I) – MM

- Update on Digital Strategy and CRM & finance system specification requirements.

11. AOB - All

- Update on H&T cancellations in-light-of covid restrictions and new volunteer model.

Dates of future meetings

- Wednesday 29 July 2020
- Saturday 17 October 2020