



## MINUTES OF MEETING OF THE BOARD MEETING

30 March 2017 at 15:45

Board Room, Clare House, 303 Airport Road West, Belfast

**Present:** Mr Stephen Peover (Chair)  
Ms Frances McCandless,  
Mr Peter May,  
Mr David Sterling,  
Mr Hugh McCaughey,  
Ms Roisin McDonough,  
Dr Evelyn Collins,  
Dr Theresa Donaldson,

**In attendance:** Mr David Cartmill (Executive Director)  
Ms Renée Quinn (Business Manager)  
Ms Lynsay Craig (Administration Officer)

**Apologies:** Mr Gavin Boyd,  
Ms Suzanne Wylie,  
Mr Brett Hannam,  
Mr Liam McIvor,  
Mr Iain Greenway,  
Mr Clark Bailie.

### 2.0. Minutes of the Board meeting - 22 September 2016

Minutes agreed

#### 2a. Progress against actions

All Actions complete

### 3.0. Minutes of A&R Committee meeting - 9 March 2017

Minutes agreed

#### 3a. Progress against actions.

D. Sterling, Chair of Audit & Risk Committee, provided a verbal update, stating that scrutiny was given to Budget, Risk Register and the Internal Audit report and that the organisation was in a healthy position. He went on to advise that the Committee had sought clarification on Management Accounts and their comparison with Cash Accounts maintained. Mr Sterling advised that the committee discussed incentives to discourage 'no-shows' at events and proposed that a 25% surcharge should be applied to non-members for charged seminars to encourage organisations to commit to membership.

#### **4.0. Board and Business Committee Membership**

Mr Cartmill advised that a new PSNI representative is expected to be in place by the next Business Committee meeting whose appointment was endorsed by the Board. Regarding re-appointments, the Chair advised that there is no requirement to cease Board or Committee membership at the end of 3 years and suggested that invites be issued to those whose 3-year term is approaching conclusion to confirm, or otherwise, if are willing to continue to serve.

During discussion which followed, Ms McCandless stated that whilst not making it mandatory that people stand down, it might be good practice to sequence any stand downs. Mr Sterling added it would be helpful to canvas new members to sit on the Board with Ms McCandless stating that we should describe openly how the Board is appointed.

Mr May suggested that expressions of interest should be sought by writing to all members advising that vacancies exist and seek expressions of interest in appointment to the Board. Dr Collins advised that the process should be transparent and positions should be time bound as there is value in a turn-over.

The Chair concluded that we should change the Company Articles to prescribe an appointment process at the next AGM and in the interim, invite those whose terms were expiring to indicate if they were happy to remain in post.

The Chair went on to seek endorsement of the proposal to re-appoint Mr Paul Duffy as the independent member of the A&R committee for a second term. All agreed.

#### **5.0. Financial Update 17/18 Budget Approval**

Mr Cartmill provided a summary of the last 3 years finances with detailed breakdowns for 16/17 and 17/18, set against a context of current reserves of £118k. Chair was content that the trend was improving. Mr Cartmill made mention of Ms Quinn's work and whose close attention to budgets had helped transform the Forum's financial situation. Chair stated that the deficit was falling due to both efficiencies made and increases in income.

#### **6.0. Internal Audit Report**

Mr Cartmill stated that the internal report was very pleasing and recommendations useful, most of which had already been implemented. Chair suggested that the recommendations were very minor and that it was pleasing to get a 'substantial' rating on the overall management and oversight of Forum activities.

#### **7.0. Risk Register and Action Plan**

Mr Cartmill advised that the level of risk regarding income and membership affordability had moved from Very High to High in view of the more positive budget lines. He mentioned that a stabilised staff resource had led to significant improvement in performance and a reduced risk associated with this aspect of Forum business.

## 8.0. AGM 2017

Mr Cartmill asked members to suggest any ideas that they have for speakers at the AGM, due to be held in the third week of October 2017. One option under consideration is Giles Duly who is speaking at the NICS Conference in May. Ms Quinn will attend the conference and will observe Mr Duly as a potential speaker.

Ms McDonough enquired whether there was theme to which the Chair suggested that the political situation may provide an appropriate theme perhaps offering an opportunity to engage with new Ministers.

Members suggested a number of possible speakers which the Executive agreed to follow up

## 9.0 Dates of Future Meetings

Calendar of meeting dates was circulated.

There being no outstanding issues, the meeting closed at 16:05

## ACTION LIST

Item	Action	Person
3a	25% surcharge to be applied to non-members for seminar events.	Mgt
4.0	Expressions of intention to remain Board/Committee members to be sought from those whose term of appointment expires in 2017.  A process to appoint new members to be drafted for endorsement at the AGM.	Mgt

Signed: .....  
**Mr Stephen Peover (Chair)**