

**Restless Development
Minutes of Trustee Meeting 20th Nov 2018**

Restless Development Minutes of Trustee Meeting 20th Nov 2018. Attendance is reflected in the table below. Members of the International Board of Trustees are listed on the left; Senior Leadership Team members are listed on the right. The meeting was chaired by Charlotte Eaton, Chair of the Board of Trustees. The meeting was held at the Restless Development offices on Lower Marsh, London, UK. Apologies were received from Bella Mosselmans, Mark Dickinson, & Gemma Graham. Ed Francis, Anand Aithal, Antoinette Boateng, and Kate Muhwezi joined remotely.

Meeting Dates	25 July	19 Sep	28 Nov	23 Jan	24 April	24 July	7 August	11 Sept	20 Nov		25 July	19 Sep	28 Nov	23 Jan	24 April	24 July	7 August	11 Sept	20 Nov
Charlotte Eaton	●	●	○	●	●	●	●	●	●	Perry Maddox	*	●	●	○	●	●	●	●	●
Hannah Bronwin	●	●	●	●	●	○	●	●	●	Ed Francis	●	●	●	●	●	*	○	*	●
Affan Cheema	●	●	●	●	●	●	*	●	●	Gemma Graham	●	●	○	○	○	○	●	○	○
Jon Gorrie	●	●	●	●	●	●	○	○	●	Alex Kent	●	●	○	○	○	○	○	○	○
Carol Monoyios	●	*	●	*	●	*	*	*	●	Kate Muhwezi	○	○	○	○	●	●	●	●	*
Anand Aithal	●	*	●	●	●	●	●	*	*	James Sole	●	●	●	●	●	○	○	●	●
Bella Moselmans	☒	☒	☒	☒	●	●	●	●	○	Graham Leigh	●	●	●	●	●	●	●	●	●
Jenny Wilson	☒	☒	☒	☒	☒	●	○	●	●	Katie Rowberry	☒	☒	☒	●	●	○	●	●	●
Mark Dickinson	☒	☒	☒	☒	☒	☒	☒	●	○	Christina Lewis	☒	☒	☒	☒	●	●	●	●	●
Paul Wafer	☒	☒	☒	☒	☒	☒	☒	●	●	Alex Stewart	☒	☒	☒	☒	☒	●	●	○	●
Antoinette Boateng	☒	☒	☒	☒	☒	☒	☒	●	*										
Amelia Pan	☒	☒	☒	☒	☒	☒	☒	☒	●										
Matt Beard	☒	☒	☒	☒	☒	☒	☒	☒	●										
Tom Allen	☒	☒	☒	☒	☒	☒	☒	☒	●										

● In attendance ○ Absent/Apologies ☒ Not a Trustee/Resigned * Via Phone/Skype

Welcome. Charlotte welcomed the room and welcome Kate, Anand and Farai joining remotely online. Charlotte also welcomed Andrew Wood (Chair of the US Board) as a visitor to the meeting. Andrew explained that he was here as an observer and thanked the room for inviting him.

Trustees Only: Appointment of New Board Members. Charlotte proposed the appointment of three new board members: Amelia Pan – as Chair of the External Engagement Committee; Matt Beard– as Chair of the new Resource Mobilisation Committee; and Tom Allen – as a member of the new External Engagement Committee. All board members (in person and online) confirmed support for these appointments. The new trustees were welcomed in with a round of applause.

Matt introduced himself as the Executive Director of All-Out, an organisation that uses the power of digital technology to amplify LGBT voices all over the world. Tom introduced himself as a Senior Campaign Strategist currently focused on Greenpeace’s Antarctic work. His background is in mobilisation and activism. Amelia introduced herself and her background in capital markets, explaining that she currently works at Brunswick Group and has previously worked at JP Morgan and Medecins Sans Frontieres.

Minutes and Matters Arising. Charlotte reviewed the actions from the last meeting as follows. Paul will share his notes from Commons Select Committee on Safeguarding. Graham will update on his action to share a snapshot of fundraising data covering all four income streams later on in the agenda. Christina updated that the Global Salary Scale is to be reviewed during the first two calendar months of next year. Ed updated on the business position of the India Hub. Charlotte reminded the Board of Jim’s suggestion to update the Board on each Hub’s vision and expertise and Ed confirmed he will do this in January. Jon suggested this discussion should be extended to consider viability. Charlotte noted that Gemma is now back from maternity leave as Business Director and that it is Graham’s last meeting. Charlotte updated on the Trustee Site, which is live and populated with a few final pieces to add in terms of Trustee induction materials. Charlotte explained that Perry will support with the kick-off of the new external engagement committee over the next few months until Alex Kent returns from maternity leave next year. Charlotte confirmed that Board is now largely complete but that we are still looking to find additional financial expertise for the Finance and Audit Committee.

Hub Spotlight: Zimbabwe. Farai Muronzi, Zimbabwe Hub Director, presented to the Board an overview of Restless Development (Zimbabwe), including the Hub’s size and shape, staffing, operational districts, donors and budget. Farai also presented a Case Study on Youth Researcher, Dzidzai Tshuma, results of recent impact evaluations and areas of innovation in the Hub’s work. Charlotte asked Farai about the current donor landscape. Farai responded that there was less donor interest at the moment due to the political uncertainty and there were now fewer calls than three to four years ago. Farai talked about the opening up of new spaces for civic participation, particularly focused on the challenges young people face and providing them with the platform and skills to engage with decision makers. Paul enquired what Farai’s sense was about the current political landscape. Farai detailed how there was now more open space for engagement and comment without reprimand from the previous regime and young people are more engaged, although there has been no change in economic opportunities yet given that the new government have only been in place a few months.

Income Spotlight: Strategic Partnerships. Katie Rowberry introduced herself as the Strategic Partnerships Director and offered the Trustees the opportunity to ask any questions on the paper she had circulated outlining the Strategic Partnerships function. Katie explained that Strategic Partnerships work is about building relationship that sit at the intersection of influence and investment, which are most likely to yield over the medium term. This means

that strategic partnership work often has long lead-in times, taking a number of forms in the ways to develop these partnerships. Katie turned to how the role operates at the moment and explained its move to sit under Strategy Director Alex Kent alongside the External Engagement & Communications functions in order to set up for success in 2019. Katie reviewed current strategic priorities and provided a taster on two live opportunities in order to show how the functions work in practice. Trustees discussed the interaction between Strategic Partnership and the Business function (led by Gemma), with the resulting discussion clarifying that overall accountability for all income generation and resource mobilisation will be reported to the board via the Business Director and the Resource Mobilisation committee. Trustees encouraged the team to ensure that strategic donors do not unduly influence our strategic work and direction through the power dynamics inherent in funding relationships, noting that the strategic partnership function is where such a conflict is most likely to arise.

CEO Report. Perry introduced the CEO update by explaining that Q4 has been a big period of purposeful, internal change. International was reduced in size throughout a robust and participatory process by 12-15%, and as a result of this we have signed off a budget with significantly less risk than last year. Perry went on to explain that we have also significantly improved cash-flow following concerns earlier in the year. Perry updated Trustees on recent negative media attention which focussed on a small number of serious allegations. Perry explained that our responses to these incidents were responsible and professional, that the cases had been reported correctly and received well by the Charity Commission and DFID, but that because of confidentiality, the results of investigations and action taken on the back of incidents could often not be communicated to the other volunteers on the cycle. He interpreted that confusion about how concerns were addressed and weak communication between volunteers and field teams during this cycle as likely contributing to volunteers reaching out to the media rather than raising concerns with us. He noted that the relationship between field teams and volunteers is critical in our work, and is typically one of Restless Development's strengths, but that obviously in these cases, the combination of weak relationships at the field level plus the inability to communicate all elements of how the incidents were resolved likely led to volunteer dissatisfaction and thus to the media attention. To contextualise this issue for new trustees, Perry explained that Restless Development has had more than 20,000 volunteers since 2011/12 globally, with 10 incidents occurring of the level needed to be reported to Charity Commission, a rate far lower than comparative organisations with large volunteer footprints. With that said, Perry made clear that any number greater than zero is too many, as the wellbeing of our people and community partners comes first, forming the basis for Restless Development's zero tolerance approach on safeguarding. Perry explained that MannionDaniels conducted an external due diligence exercise of Restless Development's safeguarding systems in June 2018, resulting in independent validation of these systems and noting that we are sector-leading in our safeguarding approach. Restless Development also: 1) has begun a Listening Exercise across four Hubs to push ourselves to improve our systems and volunteer experience even further; 2) put these issues as key areas of focus in the upcoming Directors Conference; and 3) will be commissioning another external safeguarding benchmarking exercise in 2019. Perry noted a variance in Nepal's fiscal position between Q3 and year-end, explaining that there is no indication of financial mismanagement rather of a year-end deficit materialising in Nepal's final accounts. The Nepal team will create a reserves repayment plan in agreement with International to repay the amount of the overspend over coming years. Perry turned to the results of the agency survey, which show strategy transition, transparency and accountability and youth leadership as recognised strengths and staff turnover as an ongoing challenge. Updates were given on the latest known information relating to ICS3 and it was agreed that a full update would take place at the January Board meeting. Hannah acknowledged how challenging these past few months have been and congratulated the team on how well everything has been managed.

Safeguarding & Media Update. Given this topic had been covered in the preceding CEO report and board discussion in significant depth and rigour, Charlotte proposed to circulate to the Board following the meeting with the action to review and confirm approval of the updated Safeguarding proposal on

reporting of incidents to the Board. Trustees agreed to review Safeguarding Paper and confirm approval of the new Safeguarding proposal on reporting of incidents to the Board.

Quality Assurance & Risk. This item was removed from the agenda due to insufficient time. Charlotte proposed to circulate an update to the Board following the meeting with the action to review and approve the current risk ratings attached to your committees and note the new emerging risks within the risk register. Trustees agreed to review and approve the current risk ratings attached to committees and note the new emerging risks within the risk register.

Finance Committee Including Year-end. James updated on enhanced measures to provide financial oversight of management accounts and forecast positions throughout the year. On the whole hubs are doing strong work to ensure we close the year balanced. James gave a brief update on the position of reserves and confirmed that the auditors will sign off on year-end accounts towards end of January 2019. Jon added that the January Board meeting is too late for the Board to be able to consider these but that he will circulate them to the Board for comment in advance of that. There were no serious fraud incidents or concerns to note.

Programmes, Policy and Practice Committee. Affan discussed the figures within the Programmes Report: 7685 volunteers; 30+ evaluations; 1000 partners; 335,000 changemakers and highlighted how these make Restless Development stand out. Affan encouraged everyone to read the document on ICS quality and risk management, which explains the strong work we have done and will continue to do to grow in this area. Matt had to make his apologies and leave at this point but thanked Carol for all her input to date (as it is her last meeting) and added that she was leaving big shoes for him to fill.

Investments and Partnerships Committee. Carol opened with the key focus of this committee: reporting back on income and how best to do this; considering what the issues are that the committee should focus on and the risk register. Anand echoed his thanks to Carol for her leadership. He updated on a conversation with Gemma about indicators and metrics and they decided the best thing to do was have a discussion with Matt to determine these. He confirmed that all teams have experienced change and will need time to adjust but are performing well, particularly from unrestricted fundraising events. Charlotte noted there has been progress, and challenged the committee to further focus on unrestricted income.

People Committee. Christina reported that the People Committee had had a positive meeting with new committee members to look at key priorities and initiatives, which will be discussed and trialled at Directors' Conference. These include: diversity and inclusion, talent mapping, and reviewing the Global Salary Scale. Safeguarding will always remain a key focus of the standard People Committee meeting.

AOB. Charlotte thanked Carol on behalf of the Board for being at the heart of all the most memorable moments in the best way and her ability to ask the toughest questions, as well as for everything she has taught her on a personal level. Graham added a huge thanks on behalf of the Senior Leadership Team, for her support both in committee meetings and offline. Perry also listed several achievements under Carol's tenure including: Restless Development growing three-fold; the growth of strategic partnerships; the US Hub's journey from non-existent to a key contributor to the work of the agency and the re-brand.

19:18. The Meeting Closed