

**Restless Development
Minutes of Trustee Meeting 24th November 2020**

Minutes of Trustee Meeting, 24th November 2020. 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. Charlotte Eaton, the chair, opened the meeting and welcomed all those attending. Apologies were sent by Amelia Pan.

| Meeting Dates | 7 Aug | 11 Sept | 20 Nov | 29 Jan | 23 April | 23 July | 10 Sept | 26 Nov | 3 Dec | 28 Jan | 28 April | 28 July | 15 Sept | 24 Nov | | 7 Aug | 11 Sept | 20 Nov | 29 Jan | 23 April | 23 July | 10 Sept | 26 Nov | 3 Dec | 28 Jan | 28 April | 28 July | 15 Sept | 24 Nov |
|-----------------|-------|---------|--------|--------|----------|---------|---------|--------|-------|--------|----------|---------|---------|--------|------------------|-------|---------|--------|--------|----------|---------|---------|--------|-------|--------|----------|---------|---------|--------|
| Hannah Bronwin | ● | ● | ● | ● | ● | ○ | * | ● | ● | ● | * | * | * | * | Ed Francis | ○ | * | ● | ● | * | * | * | * | * | * | * | * | * | * |
| Affan Cheema | * | ● | ● | ● | ● | ● | ● | * | ● | ● | * | * | * | * | Gemma Graham | ● | ○ | ○ | ● | * | ● | ● | ● | ● | ● | * | * | * | ○ |
| Jon Gorrie | ○ | ○ | ● | ● | ● | ○ | ● | ● | ● | ● | * | * | * | * | Perry Maddox | ● | ● | ● | ● | ● | ● | ● | ● | ● | ● | ○ | * | * | * |
| Carol Monoyios | * | * | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | ☒ | ☒ | ☒ | Alex Kent | ○ | ○ | ○ | ○ | ● | ● | ○ | ● | ● | ○ | * | * | * | * |
| Bella Mosellman | ● | ● | ○ | ● | ● | ● | ○ | ● | ● | ● | * | * | * | * | Kate Muhwezi | ● | ● | * | * | ● | ● | ● | ● | ● | ● | * | * | ○ | * |
| Jim Sewell | ● | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | ☒ | ☒ | ☒ | James Sole | ○ | ● | ● | ● | ○ | ● | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ |
| Myles Wickstead | ● | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | ☒ | ☒ | ☒ | Graham Leigh | ● | ● | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ |
| Charlotte Eaton | ● | ● | ● | ● | ● | ○ | ● | ● | ● | ● | * | * | * | * | Katie Rowberry | ● | ● | ● | ● | ○ | ● | ● | ● | ● | ● | * | ○ | ○ | ☒ |
| Anand Aithal | ● | * | * | ● | * | ● | ● | ● | ● | * | * | ○ | * | * | Christina Lewis | ● | ● | ● | ● | ● | ● | ● | ● | ● | ● | * | * | * | * |
| Jenny Wilson | ○ | ● | ● | ● | ● | ● | * | * | ● | * | ○ | * | * | * | Segun Olowookere | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | * | * | * |
| Mark Dickinson | ☒ | ● | ○ | ● | ○ | ● | ○ | ● | ● | ● | * | * | ○ | * | Alex Stewart | ● | ○ | ● | ● | ● | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ |
| Paul Wafer | ☒ | ● | ● | ● | ● | ● | * | ● | ● | ● | * | * | * | * | Nazzy Amin | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ● | ● | ● | ● | ☒ | ☒ | ☒ |

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| Antoinette Boateng | ☒ | ● | * | ● | ● | * | ● | ● | ● | ○ | ☒ | ☒ | ☒ | ☒ | Klara Schmitz | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | ☒ | ☒ | ☒ |
| Amelia Pan | ☒ | ☒ | ● | ● | ● | ○ | ○ | ● | ○ | ● | * | * | * | ○ | Laura Barker | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | * | * |
| Matt Beard | ☒ | ☒ | ● | * | ○ | ○ | ○ | ● | ○ | * | ○ | * | * | Keith Short | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | |
| Tom Allen | ☒ | ☒ | ● | ● | ● | ● | ● | ● | ● | ● | * | * | * | * | | | | | | | | | | | | | | | |
| Lucinda Moore | ☒ | ☒ | ☒ | ☒ | ☒ | ● | ○ | ● | ● | ● | * | * | * | * | | | | | | | | | | | | | | | |
| Edleen John | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | ☒ | * | * | * | | | | | | | | | | | | | | | |

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

- Welcome.** Charlotte Eaton, Board Chair, welcomed everyone to the meeting.
- Minutes and Matters Arising.** Charlotte has reviewed the minutes from last meeting and has not received any amends or changes so they are all approved.

Charlotte went through the actions from the last meeting. Actions 2-4 will be completed in the meeting. Laura will arrange timings for the future board meetings and Christina will provide an update on hub representation on the board and talent succession later in the meeting. Affan will circulate around a 2 pager on co-opted committee members approach. Charlotte asked the board to review this and provide any feedback to Affan.

Charlotte shared that Affan will be leaving the board and January will be his last meeting after 5 years on the board.

Charlotte shared that this is Anand’s last board meeting and thanked him for his time on the board. He has brought a challenging voice to the room and his contribution has helped shape the agency.
- Youth Power Spotlight.** Ines introduced herself and shared she is from Peru and living in France after finishing her Masters. She has spent the past year as one of the 12 activists on the Youth Power Panel part and two months ago she joined Restless as the Youth Power Senior Coordinator. Previous to this Ines has lots of volunteering opportunities in helping to reduce poverty and in the environment.

Ines explained that Youth Power is the answer to the world's biggest problems by putting youth at the forefront of the action. Restless supports activists to campaign more effectively via approaches like Youth Power Panel. The Facebook group has 3000 young people which allows them to amplify voices in their networks and talk from people around the world. However, although young people are being invited to high-level sector events, they are not often involved in the decision making process. She explained that youth want to have a seat at the table and be a part of the decision making process. Youth have power, are resilient and get things done. Next year Restless are launching Youth Power Hacks and helping to fund youth projects.

Edleen replied that it is so inspiring to hear everything Ines is doing, well done and keep driving things forward.

Affan echoed Edleen and noted it is brilliant everything Ines is doing. Affan asked in terms of not getting a seat at the table what obstacles are you facing and how are you overcoming them? Ines answered that although young people are being invited to talk at events there is no follow up so the main problem is that people in power want to listen to youth and don't believe they have enough experience to help in the decision process. Ines shared that tomorrow we are launching a Gender Campaign and asking leaders to sign it and asking them to take action.

Charlotte commented that it is so inspiring to hear about your experiences and asked what can Restless do to support young people more? Ines replied that Restless is already doing a great job and does not think many organisations would give her the role she is in as a 24 year old. Therefore to continue to give young people a voice and opportunities to lead campaigns.

Tom also shared that it is really inspiring and thanked Ines for joining. In thinking about inclusion and getting space at the table how can youth power overcome this and to claim the space to make people come to their table? Ines replied that the Youth Hacks coming up will allow us to do this and showcase what our strength is, mobilising people and making an impact and driving a campaign. Which should show that young people can do more than just speak but make a change.

Charlotte shared that this was a fantastic first youth spotlight and thanked Ines for joining and shared that the board are all here to help in any way we can.

- 4. CEO Report.** Perry shared that amidst hard times we had a good quarter. Perry shared some highlights from across Restless, where we: won 25 proposals, created strong budgets despite less income, rolled out a new website, achieved a 99% satisfaction score in the volunteer survey, advanced Restless Leaders, made huge shifts in salaries and structures which reflects our antiracism work, saved over £1m in the restructure, and ran a successful SLT Retreat and Directors Conference virtually.

That said, we are in the process of losing members of the team and we will be stretched. Over the past quarter we have begun to make strategic changes to project us forward and point us to where we need to go. We propose to not create a new strategy, investing heavy resources, but rather we plan to maintain the current 15 year vision. It remains fit for purpose and is working well, but we need to create a new comms product. Strategically, we will focus on building products to advance our strategy rather than creating a new strategy.. For example, we will use the Youth Power Principles to define what best practise is for how you work with young people and we demonstrate what we know and prove what we believe to lead into the sector. We are realigning the global structure to rebalance how we work and distribute the talent pipeline to better flow equitably through hubs. We are building frameworks to support the 3 lenses (Resourcing, Strategy and Agency). Perry shared it is up to the board if you want to change the committees to reflect the new structure. Perry shared that he is changing the leadership structure and will recruit two young people to join in April. We are working out the details but they will be paid extra and likely to be on a 2 year rotation.

Perry shared we are saying goodbye to some great leaders and he appreciates everything they have done for Restless: Anand, Katie and Ed.

Anand shared he has been on the board for 3 and a half years and he has been a supporter of Restless for 6 years. The culture and values are so important, learning from young people makes the organisation so inspiring. Restless is at its best when we focus on why and how to change the world

and not how small we are. Thank you and well done!

Charlotte shared her thanks to Anand and noted that it has been an extraordinary quarter and everyone has worked incredibly hard to make that happen.

Matt thanked Anand for his support in the Resource Mobilisation Committee and asked Perry if he can include discussion on significant challenges from the loss of capacity for example Katie and how fundraising will be impacted. Matt supports the strategy development, agreeing that a capacity heavy PDF is not needed. He echoed support for disrupting the talent pipeline. Matt asked how will you determine the status of the two young people and how will they be integrated? Lastly Matt noted that the committee structures should follow the structure of the new teams. Perry answered that the young people in the leadership team will be full equals but will not have the same performance accountability as Directors who manage hubs and global teams. We will carry out a global recruitment process, they will have a mentor from SLT and will be invited to the Directors Conference / SLT Retreat as full equals. Edleen noted that we need to be clear when recruiting on the parameters of being “young”.

Jon shared he is excited about Youth Power Principles and asked for more information about how that might be used, how it's being used well and how it makes a difference. Perry answered we are already receiving feedback that a youth-led approach is creating better results from our work in the Development Alternative, and that this type of evidence is what we seek to generate from this exercise.

Anand asked from the big loss of people and distributing roles internationally, what structures do we have in place to communicate like we are all next door to each other? Perry answered we are building institutional memory in our people through cultural practices like all-staff calls, and regular communication through the Quarterly CEO report and weekly Restless Newsletter.

Perry answered Anand and Matt on the longer term capacity changes. He explained that some of these losses will make us change to work in a different way. In some areas by stripping down staffing or processes in some areas, we will allow other teams and approaches to grow. For example, in Katie's absence, we've seen the US to become more involved in global fundraising and feel more connected as a team. As Ed leaves we will keep an eye on the Operations/ Programmes space to make sure it is not over stretched, as we are aware of the risk here and will act if capacity gaps risk underperformance.

Tom asked on the strategic products are they conceptual or can they be tangible? Perry replied that they can be both and we will learn as we go. He evoked Restless Leaders, noting how this kicked off last year as a thought leadership change initiative that went on to shape much of our work this year, like the narrative of our annual report. Excitingly, Kate is now leading Restless Leaders into a tangible product. Youth Power Principles should be a product that we will build into our framework to make sure we are not making too many products at once.

- 5. External Engagement Spotlight.** Alex began her presentation of our External Engagement work by showing the new team post restructure and noting that out of the 14 people in the team 8 are in the global south. She explained that at the start of 19/20 we had a new team, vision, strategy and goals. We kicked off 2020 as the “year of action” but in reality the mission has been challenging due to Covid19. One target of 2020 was reducing the number of young people not in education and employment; however, the rate of this now is the highest it has been in 5 years due to Covid.

The world changed and so did we by becoming a virtual, global and flexible team. Indicative highlights of how the External Engagement team evolved: the UK hub effectively folded into the External Engagement team and became better connected as evident in Youth Against Misinformation, a project

that evolved within the UK team, received lots of media attraction and resulted in young people reporting 1500 misinformation posts; our Youth Power & Insights work grew as we held global solidarity zoom calls; we are soon to carry out in depth research in Indonesia and Nepal funded by ADB; growing our blog through more global voices; strengthening the civil society and Youth Collective. Alex spoke through some other highlights in the last quarter: launching the new website, Development Alternative video, Climate Justice work, OGP Digital Youth Summit, education work - Dubai Cares - Rewired Summit and our continued work with Youth Stop Aids.

Alex commented that by being digital and virtual we have become cost effective, more inclusive and focused on shifting the power. However, the biggest challenge we face is the digital divide and explained that we are looking into what we can do and what it means for young people in the hardest to reach areas. Going forward the world needs youth led change, and we will enable and nurture youth power by focusing on 4 things: youth leadership, strength youth civil societies, youth insights and continuing to shift the power.

Charlotte asked if Alex agrees that the approach they are taking is starting to get traction now. Alex replied that it is and the work they are doing has broken down the silos and pulled everything together. The insight is growing and we have just recruited a new manager in Uganda and working with a PHD student from Cambridge.

Jenny shared the work Alex and team have done is so impressive and a big well done.

Charlotte thanked Alex and noted it is hugely exciting work.

- 6. Finance Committee Report.** Segun shared his slides and explained he is currently working through year end but expecting total income to be £11m. inclusive of an underspend in Tanzania, loss in South Africa and finalising Sierra Leone. The auditors have stated we need to include all redundancy costs in 19/20.

Hubs have started their external audits and aim for this to be signed off in the April board meeting. Since the budget was approved in August, we have secured an additional £1.3m and still aim to end FY2021 in a balanced position. We had wins in Zimbabwe, Sierra Leone, Nepal, India and Zambia. We are still awaiting confirmation on some FCDO funding and we have adjusted the pipeline for triathlons.

- 7. Resource Mobilisation Committee Report.** Matt gave reassurance that we are in a really good position. Matt shared the overall message and theme of conversation in the committee meeting that 4-6 months ago the fundraising portfolio was in a vulnerable position and we now have a significantly lower risk profile. In Q4 we had 25 successful proposals and have done well with major donors and individuals. The team has worked really effectively on the pipeline and attended 40 donor meetings with 16 out of the 21 pipeline items for 2021 already secured.

Giulia shared that last financial year we were not able to carry the Triathlons but we quickly pivoted these to #Trithisathome. We have 5 schools signed up for next year and the team have put together two options for carrying these out. Firstly, we will look to carry out mini triathlons, the team has been in touch with the top fundraising schools and 9 out of the 10 are interested in carrying this out. The second option is to carry out a virtual challenge of #Trithisathome where the different schools can compete against each other and we have 3 schools interested. We will know by the end of February if and how the triathlons will go ahead.

Charlotte replied that it is great to hear about the options they have planned and buffering against the risk.

8. **External Engagement Committee.** As Alex covered the last quarter in her spotlight, she only shared that Catherine Rodgers joined the committee before she left.
9. **Programmes Policy & Practise Committee Report.** Affan shared that overall last quarter was a recovery quarter and that we achieved 92% of our target young people reached. We have also engaged with a number of other partners and youth groups which is really positive. Affan noted the digital divide gives us a great reach but it also leaves people behind. The global north is talking about the vaccine but are they having the same conversations in the south and are there bigger challenges out there?

Ed shared we carried out the second year of the annual volunteer survey and asked 3000 volunteers. Out of the 14 indicators, 13 improved. 97% reported that Restless supported them to develop as leaders and 99% are proud to volunteer with Restless. The lowest score we received was 92% for our communications. Kate and Keith will be using the results to look at priorities going forward but Ed is really proud of results.

Charlotte shared praise from everyone on the board and they are fantastic results.

10. **People Committee Report.** Christina shared we are in the second year of the Diversity Equity and Inclusion strategy and that we held a session on this during the virtual directors conference. Christina collated the data from the second year of the Diversity and Inclusion survey and she will be working with hubs on putting their next action plans together.

Christina shared her thanks to Edleen and Segun for their help on the anti- racism work. Christina shared we have now created a subgroup to go along with the Directors group which has young people as members. We have now completed all listening exercises in hubs and the information from this has been really insightful and has been used to put together a draft action plan.

Christina noted that talent was a key theme in the Directors Conference and we are looking at succession plans, inclusion and talent development. The Salary Review was put on pause during the pandemic and we met as a group last week and we have a plan going forward.

The last quarter was predominantly taken up by the restructure not only in International/ London but Uganda lost 17 staff members and also in Sierra Leone. Mark acknowledged the work Christina and the team have been able to carry on with during the restructure and he is impressed by the resilience of the team.

Charlotte agreed and recognised the traction of the Diversity, Equity and Inclusion work and thanked Christina for her work and keeping everything going during this time.

Bella echoed what Mark and Charlotte said. Bella asked if Christina is worried the average age of staff has increased to 34 and what is being done to address that? Bella asked how many staff under 28 year olds are not in non junior positions. Christina answered we have the number of staff not in junior positions that can be included. Christina flagged to SLT that the average age has increased as we are getting older and we retain more staff with mandatory leavers dropping this is one to keep an eye on. Christina said she is working on wellbeing and this will be shared in the next meeting.

Lucinda acknowledges the challenges in diversity and recruiting young people and agreed it is a good idea to get two young people in the leadership team but what will happen after the two years rotation, we need to make sure we do not lose them. Christina agreed and we need to look at how the opportunity feeds into their own personal development plan.

Mark asked are young people recognised in the decision making process in the organisation, noting this as a strength globally, but asking if this is the case within hubs? Are we getting the right people in the right spaces to make decisions and not doing it based on data? Perry shared Restless Leaders is designed to help in this area.

11. Quality Assurance. Kate shared that in Q4 we were able to still capture data. The internal audit programme is set for 2021 and is largely virtual, it will be carried out across 7 hubs, UK and international. There will hopefully be two in person hub visits, safety allowing, and these will be in our highest risk hubs. Christina and Kate will look at hub performance virtually.

Kate explained that the Programme risks decreased as programmes normalised and Donor Diversity reduced due to the positive responses on proposals and the WeLead consortium. The Governance risk has increased due to licence agreements and national registrations which will be discussed further in the session later. There is a new emerging risk, Cashflow, this did not make a top 10 risk as it is being carefully managed.

Up to September there were 3 causes of concerns and no incidents perpetrated by Restless staff. This is as expected due to the reduction in community engagement work in the last quarter. In 2018 DFID held a summit on Safeguarding and two years later a sector progress report was published and Restless is the UK NGO case study for our proactive work to build community led reporting in Sierra Leone.

Kate shared there was one serious incident in this quarter and it will be reported to the Charity Commission, Charlotte and the People Committee are all up to date and this will be reported in the January cycle.

Charlotte commented that the Safeguarding report is very good and the safeguarding work has come so far in the last 2 years.

12. Global Governance Spotlight. Kate explained there are four governance pieces they are managing in 4 different hubs. In India there have been changes to the FCRA law which means there is a 20% limit of administration costs and means we can no longer sub grant to other organisations in India. To remain compliant we will sub grant through International and we have a regional office in India (ROSA) which we can realign roles too. Everything is on track to be completed before Christmas.

There is expected to be a new NGO bill in Zambia in February 2021. We expect there will be more scrutiny and restrictions for overseas NGOs.

We have received the final approval from the EU on South Africa, and we are waiting for final payment. Once we have that we can transfer it out of the South Africa bank account to International, can close the bank account and close the entity down. The final audit is currently underway.

Charlotte mentioned that a small group met last week on Governance to discuss a way forward in light of what Kate has shared, we also have trustees leaving us and a new structure. The Programmes committee is most disrupted by the restructure and will need an overall review, new TOR and look at how it aligns with other committees. Keith and Natalie to join the Programmes committee to oversee our programmes and AidConnect.

Charlotte shared that at the moment everyone on the International Board is based in the UK and it does not represent hubs. She identified two principles for discussion 1) that our new vacancies should be filled by people in our hubs and 2) that our new vacancies should be filled by young people. Charlotte specifically talked about Africa and Asia - potentially one across each vacancy.

Charlotte noted that we need to be really thoughtful and make it inclusive and will ask for Edleen's support on this.

All board members agreed on this as a direction of travel for the new board members.

13. AOB. Charlotte noted it is Ed's last board meeting and on behalf of all the board shared thanks for the contribution he has made.

14. Close of meeting. The meeting ended at 19.03.