

MINUTES OF THE OPEN MEETING OF THE GOVERNING BOARD

Held on Tuesday, May 22nd 2018 at the British Acupuncture Council
63 Jeddo Road, London, W12 9HQ

GB directors present:

Philip Rose-Neil (PRN) – Chair
Joanna Brown (JB) - Lay
Cathy Chapman (CC)
Anthony Lock (AL) - Lay
Professor Mary Lovegrove OBE (ML) - Lay
Danny Maxwell (DM)
Anthony Sigrist (AS)
Helen Smallwood (HS)

In attendance:

Anna de Oliveira (ADO)	Secretary to the Board
Rob Strange OBE (RS)	Interim CEO
Teresa Williamson (TW)	Chief Operating Officer

Observers present:

Harriet Lansdown (HL)	BAAB
Di Shimell (DS)	Chair of Education Committee
John Wheeler	Practitioner member
Jasmine Uddin (JU)	Practitioner member

1 Introduction and apologies

- The Chair welcomed the four observers to this open meeting of the governing board (GB).
- There were no apologies
- All present at the meeting briefly introduced themselves
- There were no conflicts of interest declared for the open part of the meeting

2 Strategic thoughts from observers

- Given the failure of the previous draft strategy document to gain overall acceptance, and the resignation in April of the CEO (Paul Hitchcock) the four observers, with JW and JU as the main spokespersons, were invited to present their concerns, observations and proposals for both immediate action and also for inclusion in a new strategy document.
- This session lasted for 35 minutes and is fully documented in a confidential file note retained by the Interim CEO and Company Secretary (RS) and distributed to the directors for their consideration and for input into the proposed new strategy working group.

3 Open minutes from 5.2.18 GB meeting

- The minutes from the open part of the meeting held on 5 February 2018 were approved as being accurate.
- There were no matters arising from the minutes.

4 Treasurer's report

- RS reported that the quarterly Finance meeting had been held on 8 May, with the attendance of Robert Bowen, the partner representing the external auditors. The main item of discussion had been the post-audit review and the year end accounts as at 31 December 2017.
- The auditors had found nothing of significance to raise any issues with, a distinct improvement from twelve months ago, and would be issuing a “clean” auditor's report. The GB congratulated the finance team for this excellent outcome.
- **ACTION:** PRN and AL to sign the Report of the Directors and the Financial Statements for the year ended 31 December 2017.
- The main results for the financial year had been surprisingly good, showing a surplus for the year of c£112k compared with a previous year's surplus of c£6k. However, RS explained that money wasn't spent on things that were budgeted and planned to be done during the year.
- Subscription income was down by c£19/20k, representing a net reduction of c30 members. This reduction was in keeping with very gradual reductions in membership numbers over recent years. It was noted that we are not dramatically losing members but it was agreed that there are warning signs and things that need to be addressed.
- A lot of activities that were included in the 2017 budget did not materialise, some due to timing differences and some now unlikely to happen. The net effect was fairly neutral, except that PR and promotional expenditure reduced when compared with

2016 by c£100k and it was noted that this almost wholly represents the £112k surplus achieved for the year. It was agreed that PR and marketing activity should be stepped up.

- **ACTION:** It was agreed that the GB should receive regular reports on the break-down of membership numbers, in the future and it was noted that the current database needed to be reviewed and updated as a priority.
- RS then presented the detailed Income and Expenditure accounts for the first quarter of the 2018 financial year, together with variances as at 31 March. It is difficult to draw conclusions from the first quarter as the majority of subscription income arrives in the first quarter, so the 'actual' figures are front-loaded when compared with the evenly-phased budget and will catch up as the year progresses.
- However, RS pointed out that it is pleasing to note that the positive surplus of £229k is better than at this time last year, when it stood at £158K.

5 BAAB Update

- HL explained that she had three papers for the GB's attention:
 - 1) Accreditation committee's report. This is part of the annual reporting process and came out the previous day. It covers a wide range of BAAB's activities in the previous year and it was noted that, when universities such as Manchester Metropolitan say they don't want complimentary medicine courses, it is to do with the economics of running courses with, for example, only 15 students per class. There followed considerable discussion about how more students graduating from these courses might be attracted into membership of BAcC and it was agreed that, with the imminent recruitment of a new Admissions and Student Services Officer at BAcC, this recruitment rate should improve fairly quickly.
 - 2) BAAB funding agreement. HL explained that BAAB is very reliant on the (currently) £87k received each year from BAcC, although they do receive some funding from other sources. It was noted that PH had planned to look more closely into the funding of BAAB, by BAcC, with a view to drawing up a memorandum of understanding between the two organisations, however little progress appeared to have been made with this aim. HL was unable to explain some of the figures shown in the report and it was agreed that this matter should be taken 'off-line' and an agreed conclusion brought to the GB .
ACTION: RS/TW to discuss the paper and contribution figures with HL and to review the idea of developing a memorandum of understanding to cover this issue.
 - 3) Modes of Delivery paper dated 9 November 2016. HL asked the GB to consider this report, produced by a working group during 2016. PH had been reluctant to bring it before the GB, hence the long delay. The recommendation of supporting a Masters course with just 400 hours of clinical practice was controversial and TW felt this did not have the support of all the colleges. ML also expressed concerns and it was agreed that this

topic should be represented once the BAcC governance review had been implemented and a new Professional Standards Committee would be the right place for it to be discussed before bringing it back to the GB if appropriate.

6 AOB

- There was no AOB and the Chair declared the open part of this GB meeting had been concluded at 12.30 p.m.