



Board of Trustees Minutes

Meeting Date: Friday 13 September 2024

Time: 09:30 – 16:30

Type: In-Person

Location: Room 5, York House, 221 Pentonville Road, London N1 9UZ

Version: Confirmed

Present:

Michelle	Briggs (MB)	Trustee
Will	Daniel-Braham (WDB)	Trustee
Pippa	Donovan (PD)	Interim Chair & Trustee
Peter	Gregory (PG)	Trustee
Matthew	White (MA)	Trustee
Courtenay	Young (CY)	Trustee

Apologies: Viki Calais (VC) Chief Operating Officer

In Attendance:

Emily	Bridges (EB)	Head of Content & Engagement - 1:45pm – 2:50pm
Joanne	Hipplewith (JH)	EDI-BIIDE Committee Vice Chair – 11am to 11:30am
Jon	Levett (JLE)	Chief Executive Officer
Maura	Sills (MS)	Members' Forum Moderator – 11:15am to 4pm
Wendy	Smith (WS)	Finance Manager 1:45pm – 3:20pm
Helen	Windsor (HW)	PRCCF Chair - from 12:35pm

Minutes By: Alex Crawford (AC) Governance Manager

Action Points and Decisions – in Black Bold

There was a slight delay to the start of the meeting due to a fire alarm and building evacuation.

1. Welcomes, apologies and conflicts of interest

- 1.1. The Interim Chair welcomed people to the meeting.
- 1.2. Apologies were given for the Chief Operating Officer (COO).
- 1.3. The Interim Chair asked that if any of the trustees had a conflict of interest with any of the meeting agenda items they were to declare them now.
- 1.4. The Remuneration, Appointments and Performance Management Committee (RAPMC) Chair declared a possible conflict with discussions concerning the Vice Chair Role Description.

2. Closed Session

- 2.1. The Board met in closed session to discuss matters relating to a former trustee, legal advice on the Articles of Association and Byelaws, ongoing legal cases, the Risk Register and to approve the minutes from the closed session on 5 July 2024. The items were discussed in closed session under sections 4(a)(b)(d) and (g) of the Board's policy on matters to be discussed in open and closed session of Board meetings (see section 20 below).

3. Minutes of the Board Meeting on 5 July 2024

3.1. Corrections

- 3.1.1. **Point 6.1.2 is to be corrected so the year states '2024'.**
- 3.1.2. **Point 7.2, first bullet point, should have the word 'down' inserted before 'the list'.**

- 3.2. **The Board resolved to approve the minutes, pending the above amendments.**

JH joined the meeting by zoom

4. Equity, Diversity and Inclusion (EDI) and Belonging, Intersectionality, Inclusion, Diversity & Equity (BIIDE) Committee Report

- 4.1. The EDI-BIIDE Committee Vice Chair and the EDI-BIIDE Liaison Trustee spoke to the report and answered questions.

JH left the meeting

5. Minutes of the Board Meeting on 5 July 2024 (continued)

5.1. Matters Arising

- 5.1.1. Re: point 3.6.3 concerning the Role Descriptions for Chair, Vice Chair and Trustee, these have been reviewed by the RAPMC.
- 5.1.2. Re: point 17.2 concerning the new UKCP house style of minutes, the CEO has consulted on this with committee chairs and received positive feedback. One clarification is that a matter may be resolved by the Board or a committee either by consensus or by voting.

6. Board of Trustees Action Log

- 6.1. **The Governance Manager will ensure that a record of completed, historic actions is available on the Board SharePoint page.**
- 6.2. **The Board went through each item on the action log and the Governance Manager will make the necessary amendments to the log.**

7. Interim Chair's Report

- 7.1. The Board received the Interim Chair's report.
- 7.2. The Board gave positive feedback for the Interim Chair's report, in particular the inclusion of objectives for the interim period.

8. Report from the Members' Forum

- 8.1. The Board received the Members' Forum Moderator's report .
- 8.2. Regarding the Moderator's request for a non-legal route for less serious complaints, the CEO advised that the Professional Standards Authority (PSA) is producing a report on Consensual Disposal which is process by which a complaint can be resolved, by mutual agreement, without the need for a formal complaints process. This is expected in November 2024. **The CEO will liaise with the Complaints and Conduct Team and the Professional Conduct Committee to ensure the PSA's findings on Consensual Disposal are embedded into the UKCP Complaints and Conduct Process (CCP) and make a proposal [for changes to the CCP regarding Consensual Disposal] to the PSA by March 2025.**
- 8.3. **The Members' Forum Moderator will bring amended Members' Forum Terms of Reference to the Board meeting on 5 December. The amendments will include clarification of the quorum for Members' Forum meetings.**

9. RAPMC Report

- 9.1. The RAPMC Chair referred to his report.
- 9.2. The RAPMC Chair sought clarification, and it was confirmed that the RAPMC Terms of Reference state it can be any trustee that chairs the RAPMC.
- 9.3. There needs to be a clear connection between the UKCP Chair and the RAPMC.
- 9.4. **The Board resolved that the Interim Chair will review the UKCP Chair, Vice Chair and Trustee role descriptions and will circulate her feedback/amendments/thoughts to the RAPMC and the Board.**
- 9.5. **The Board resolved that the RAPMC Chair and Governance Manager will work on the creation of a RAPMC page on SharePoint for all relevant RAPMC documentation with version control.**
- 9.6. **The Board resolved that the CEO and Governance Manager will work together on a formal approach to the Charity Commission with regards to remuneration for the UKCP Chair.**

10. Report from the Chief Executive Officer (CEO)

- 10.1. The Board received the CEO's report. It was noted that this report was in a new format that provides an update from each of the departments/teams within the UKCP office.
- 10.2. The CEO spoke to his report and answered questions.
- 10.3. **The Board resolved that the CEO and Members' Forum Moderator will have a separate discussion about the consistency of advice to members from the UKCP Office concerning Non-Clinical and Pre-Retirement membership enquiries.**
- 10.4. The Board gave positive feedback for the new CEO Report format and the Interim Chair liked the inclusion of Key Performance Indicators (KPIs).
- 10.5. **The Board resolved that the Governance Manager will ensure that the CEO has more time to review the departmental reports prior to Board meetings.**

11. Report from the Chair of the Professional Regulatory Committee of the Colleges and Faculties (PRCCF)

- 11.1. The Board received the Chair of PRCCF's report.
- 11.2. It was noted that, following the July Board meeting there have been increased connections between the trustees and the college chairs which has been welcomed by the PRCCF. **The Board resolved that the mapping of trustees to particular colleges will be reviewed and then sent to the PRCCF Chair.**
- 11.3. **The PRCCF Chair will work with the new EDI-BIIDE Chair and the trustee responsible for EDI-BIIDE on ways to increase college representation on the EDI-BIIDE Committee.**
- 11.4. **The PRCCF Chair will send the date of the next PRCCF meeting to the trustee responsible for EDI-BIIDE.**

EB and WS joined the meeting

12. UKCP Strategy 2024-2027

- 12.1. The Board noted that during the morning of 13 September the PRCCF held a meeting to discuss the Strategy document. Subsequently a revised version of the document had been received by the Board on 13 September 2024 with additional amendments.
- 12.2. The revised document was shared on screen and the PRCCF Chair talked through the amended document.
- 12.3. The resulting amendments included the following:
 - 12.3.1. A statement on research is to be added to the quality section.
 - 12.3.2. EDI -BIIDE points are to be added, as advised by the EDI-BIIDE Liaison Trustee to the Head of Content and Engagement by email prior to the meeting.
- 12.4. **The Board resolved to approve the UKCP Strategy 2024-2027 document, as presented on 13 September 2024 with track changes from the PRCCF, subject to the additional amendments captured in the discussion.**

12.5. **The Head of Content and Engagement will make the necessary amendments to the document then send to the Strategy Working Group, the PRCCF and then to the Board.**

12.6. The Board expressed its gratitude to the Head of Content and Engagement for all her work on the Strategy 2024-2027 document.

12.7. **The Interim Chair will thank the Strategy Working Group for their work on the document.**

12.8. The EDI-BIIDE Liaison Trustee suggested that the next Strategy document should be for a 5 year period instead of 3 years.

13. UKCP Annual Plan

13.1. The Board received a draft Annual Plan for the financial year 2024-25.

13.2. **Following discussion the Board resolved that the document is to be reviewed in respect of the new Strategy 2024-2027 document, particularly with regard to the balance between the 4 pillars (Quality, Membership, Voice, Organisation). The CEO is to send the revised document to the Board by mid-October 2024 for approval by email.**

14. Media Spokesperson Policy

14.1. The Board received a draft policy for those speaking to the media on UKCP's behalf. The Head of Content and Engagement spoke to her paper and answered questions.

14.2. One trustee raised questions about how the policy impacts a trustee's ability to express their own personal views.

14.3. It was clarified that the policy is for those that speak in an organisational capacity. There is a UKCP Public Relations Officer who deals with advocacy and promotional communications.

14.4. It was noted that there is a separate UKCP Social Media Policy.

14.5. **The Trustee Code of Conduct is to be reviewed to ensure that it covers not bringing the organisation into disrepute, as per Charity Commission guidance. The Interim Chair and CEO will review over the next month.**

14.6. **The Board resolved to approve the Media Spokesperson Policy.**

EB left the meeting

15. Finance Report

15.1. Reserves Policy and Reserves Target

15.1.1. **The Board resolved to approve the reserves target of £351k general reserves and £102k CCP reserves, as recommended by the Finance, Risk and Audit Committee (FRAC).**

15.1.2. **The Board resolved to approve the Reserves Policy, as recommended by the FRAC.**

15.2. Organisational Member (OM) Fees

15.2.1. **The Board resolved to approve the proposed new banding/weighted OM fee structure, as recommended by the FRAC.**

15.3. Reappointment of Auditors

15.3.1. **The Board resolved to reappoint PEM as the UKCP auditors, as recommended by the FRAC.**

15.4. Investments

15.4.1. **As recommended by the FRAC, the Board resolved to appoint First Sentinel Wealth (FSW) to manage UKCP investments and to open a cash management platform with FSW.**

15.4.2. **The Board noted for consideration the suggestion that the return on investments is ring-fenced for member benefits.**

15.5. Treasurer Recruitment

15.5.1. The Board noted that the recent recruitment for a UKCP Treasurer had not resulted in a suitable candidate.

15.5.2. **The Board resolved that the COO, with support from the CEO, Interim Chair and MB, determine a different approach to recruiting a Treasurer.**

15.5.3. It was noted that trustees were asked to use their own networks to see if there may be someone suitable for the role.

16. **UKCP Budget 2024/2025**

16.1. The Board received the budget for 2024-2025, as recommended by FRAC.

16.2. The Members' Forum Moderator expressed her disappointment that only just over half of the 2024-2025 budget requested for the Members' Forum had been approved. The CEO and Finance Manager explained that it was not possible to fund tickets and travel and expenses for the Regional Representatives to attend the UKCP Conference in November.

16.3. **The Board resolved that the travel and accommodation costs for each of the Members' Forum Regional/National Representatives will be paid for attending one in-person Members' Forum meeting per year.**

16.4. **The Board resolved that the remaining balance requested by the Members' Forum for 2024-2024 (£8,500) will be reconsidered at the mid-year review of the UKCP budget.**

16.5. **The Board resolved to approve the UKCP Budget 2024-2025 as recommended by the FRAC, pending the above amendments.**

17. **Trustee Elections and Recruitment & Skills Audit**

17.1. The Board received a report concerning the timetable for forthcoming Trustee elections, and the outcomes of the skills audit of existing Board members. The Interim Chair spoke to these reports.

- 17.2. **In light of the results from the recent trustee skills audit, the Board resolved that the Governance Manager will amend the Lay Trustee Role Description to include the need for experience and knowledge of PR/Marketing and HR/Employment Law and send the amended role description to the Board.**
- 17.3. **The Board resolved that the Governance Manager will open recruitment for up to 2 Lay Trustees using the amended Lay Trustee role description.**
- 17.4. **The Board resolved that elections for a new UKCP Chair, UKCP Vice Chair and Trustee will be opened on 25 November 2024.**

18. Governance Cycle

- 18.1. The Board received a report on the schedule of Board meetings. The Interim Chair spoke to her paper.
- 18.2. **The Board resolved to approve the new schedule of Board meetings as proposed by the Interim Chair, with quarterly Board meetings taking place in March, June, September and December with an additional Away Day taking place in May over 2 days.**
- 18.3. **The Board resolved that the Board meeting scheduled for 5 December 2024 will now be a full day meeting, 9:30am to 4pm instead of a half day. The Governance Manager will send amended calendar invites for the meeting on 5 December 2024.**
- 18.4. It was requested that the March 2025 Board meeting date does not clash with the EAP Conference taking place 13 to 15 March 2025.
- 18.5. **It was resolved that at the Board Away Day in May, the Board should review progress on the Annual Plan, receive an annual Impact Report and EDI-BIIDE Report.**

19. UKCP Representation at the European Association of Psychotherapy (EAP)

- 19.1. The Board discussed the paper from CY which highlighted the need for a UKCP representative at the EAP and for better connections between UKCP and the EAP.
- 19.2. **The Board resolved that the RAPMC and CY will work on producing a cost benefit analysis of UKCP's membership of the EAP and come back with a proposal at the Board meeting on 5 December 2024.**
- 19.3. **The Board resolved that in the interim CY will represent UKCP at the online EAP meeting in October 2024.**

MS left the meeting

20. Closed Session Policy

- 20.1. The CEO spoke to the policy which clarifies which matters are to be discussed by the Board in closed session.
- 20.2. **The Board resolved to approve the Closed Session Policy presented by the CEO.**

21. Constitutional Working Group (CWG) Terms of Reference

21.1. **The Board resolved that the CWG Terms of Reference are to be amended to state that the EDI (BIIDE) Chair or representative from the EDI-BIIDE Committee will be part of the working group.**

21.2. **The Board resolved to approve the CWG Terms of Reference, subject to the above amendment.**

22. Trustee Register of Interests

22.1. **The Board resolved that CEO and Governance Manager will develop clearer guidelines on what constitutes a conflict of interest, so there is more consistency on what is declared, and bring the amended guidelines to the Board for their meeting on 5 December 2024.**

23. Policy and Gap Analysis

23.1. The Board received an oral update on progress with the policy and process gap analysis project which is focussed on identifying any policy and process gaps for the Board of Trustees, FRAC and RAPMC.

23.2. **The Board resolved that the CEO will ensure staff will complete the gap analysis.**

24. Membership Committee Report

24.1. The Board reviewed the report from the Membership Committee Chair and gave thanks.

25. Education, Training and Practice Committee (ETPC) Report

25.1. The Board reviewed the report from the ETPC Chair and gave thanks.

25.2. **The Board determined that the Interim Chair and CEO will arrange a meeting with the ETPC Chair by mid-October 2024 to discuss the points raised in the report.**

25.3. **The Board resolved that the proposed new ETPC Terms of Reference are to come back to the Board for sign-off by email.**

26. Ethics Committee Report

26.1. The Board reviewed the report from the Ethics Lead and gave thanks.

27. AOB

27.1. The Interim Chair thanked MB for all her work concerning the recent events regarding the Memorandum of Understanding on Conversion Therapy.

28. Reflections on the day

28.1. The Board shared their thoughts on how they thought the meeting had gone, in particular with the new agenda. Comments were positive, albeit a busy agenda.

29. Next Meeting

29.1. Thursday 5 December, 9:30am to 4pm, in-person at York House.