

Chair's report on Council meeting of 11/12 July 2013

The following people were present at the meeting:-

Trustees

Karen Brown (Chair)
James Darcy
Maja Daruwala
Rajiv Joshi
Matthew Martin
David Pitt-Watson
Marjorie Scardino
Gavin Stewart
Nkoyo Toyo
Steve Walton
Tricia Zipfel

Corporate Management and Staff

Mark Goldring (Chief Executive)
Bob Humphreys (Finance & Information Services Director)
Jane Cotton (Human Resources Director)
Ben Phillips (Campaigns & Policy Director)
Anne Webb (Deputy Trading Director)
Penny Lawrence (International Director)
Andrew Barton (Acting Supporter Marketing Director)
Sarah Ireland (Communications Director)
Joss Saunders (Company Secretary)
Anne Gornall (Trustees Officer)

Apologies were received from Vanessa Godfrey and Andrew Horton. This was the third meeting of Council's annual cycle for 2012/13.

Strategic Discussions

Council considered two strategic questions, how to improve our fundraising and what shape Oxfam should be internationally to be most effective.

Trustees made input to Oxfam's new fundraising proposal, which is intended to incorporate and communicate Oxfam's work, and drive income acquisition. Recommendations were also considered on how to engage better with major donors. This work is being taken forward to the next stage.

Trustees of Oxfam GB were briefed about international working across the Oxfam family, its strengths and weaknesses, and then explored the possibility and implications of further development. In particular, Council made suggestions on how to operate more effectively at programme level and ways of building consensus for change across the confederation.

Chief Executives Report

Mark Goldring provided a written and verbal update, covering key organisational issues including the humanitarian situation in Syria and Oxfam's response, and the current tightening financial situation. The report also included brief divisional overviews from each of the CMT Directors.

Bob Humphreys gave further details about work on cost effectiveness, which would feed into CMT's planning sessions in September. The outcomes and CMT's recommendations will be shared with Council in October.

Gavin Stewart and Penny Lawrence spoke about the International Division Programme Leadership team meeting, with its theme of leverage. Gavin commented on the energy and enthusiasm relayed by the participants, and Penny Lawrence gave more detail about the meeting.

Council was updated about a forthcoming criminal fraud case against Oxfam's former loss prevention manager, arising from Oxfam alerting the police, and discussed risks and mitigation.

Draft Annual Report and Accounts 2012/13

The Chair welcomed Liz Hazell (Head of Charities, PWC) for this discussion. The Honorary Treasurer drew trustees' attention to the minutes of the Trustee Audit and Finance Group (TAFG) and Karen Brown expressed appreciation to TAFG for its work on scrutiny and controls.

Other key points from the minutes and discussions included:

- TAFG continued to support Oxfam's current reserves levels i.e. a minimum of £25m.
- TAFG strongly supported work on cost effectiveness inside and outside Oxfam House to ensure that plans for Oxfam GB and Oxfam International were realistic and affordable.
- TAFG would be monitoring the longer term financial projections and costs including the projected pensions deficit.

The Honorary Treasurer advised that the narrative and figures for the draft Annual Report and Accounts had been considered by Honorary Officers and by TAFG, and suggestions made at these meetings had already been absorbed.

Liz Hazell spoke to the PWC management letter executive summary, and drew trustees' attention to areas carried over from the previous year and steps taken since. She also drew attention to the risks identified and the audit response in some key areas together with the context for the pension assumptions.

Council considered more widely the issues arising from the report and accounts, including its narrative. Points raised in discussion included:

1. Additional wording might be helpful to explain that the additional trustee expenses in 2012/13 were due to the international meeting in July 2013 and associated programme visits.
2. The report against corporate objectives could usefully also reflect the challenges faced and lessons learnt.
3. It would be good to see more about Oxfam International and the Oxfam strategic plan in future annual reports.
4. Oxfam could consider how future annual reports could be more innovative in presentation, particularly on the website.

In response to the 4th and final quarterly report for 2012-13, Council reviewed delivery on objectives around the GROW campaign after Ben Phillips and Penny Lawrence gave the context for the narrative and indicators provided in the report.

In the context of the suggestions made and the learning recorded above, Council approved the annual report and accounts, subject to a final version including the small number of amendments identified being made and signed off by the Chair.

Planning and Reporting

Bob Humphreys presented a proposal for revised planning and reporting on a six-monthly cycle. A small 'scrutiny group' had particularly encouraged a reporting system which showed progress towards long term goals through milestones, to assess whether Oxfam is meeting its high level objectives.

Suggestions and comments were made, including possible benchmarking relevant to Oxfam, and outcome indicators needed for the Oxfam Operational Plan, which are still being worked on. It was felt it would be very helpful to have a sense of progress and a vision for where Oxfam wanted to be in the next 5-10 years, and to include challenges and failed initiatives in order to make an honest assessment.

Based on the proposals and discussion, CMT undertook to develop a planning and reporting system which incorporated the proposed six month reporting schedule together with mechanisms to chart Oxfam's longer term progress against goals and to benchmark performance as comprehensively as possible. The new system would enable a more nuanced and reflective report against corporate objectives in the next annual report and accounts.

Trustee Code of Conduct

The code of conflict and conflict guidelines were for trustees' information had been produced to assist new and serving trustees, and it was important that trustees remained aware of the code and potential conflicts so that these could be managed effectively and transparently.

The annual report on the trustee code had taken place as usual in tandem with the annual audit, which Council approved.

Governance issues

The meeting then moved on to the business and governance items, as follows:

- Council approved the proposed renewals and new appointments of members of the trustees and Association.
- An update was received on Remuneration Committee discussions.
- James Darcy outlined discussions from the Programme Review Group, which had concentrated on humanitarian partnerships and Syria.
- Council received the annual Health and Safety report.
- An information paper on the UK Poverty Programme was noted, with a discussion at Council anticipated during the coming year.

The Chair advised that further details of the meetings Thursday 10 / Friday 11 October 2013 would follow in due course. This would include the annual Association meeting, the AGM and the Friends meeting.

Karen Brown
Chair