

Meeting of the ETF Board

Date: Wednesday 16 July

Time: 2-5pm

Venue: ETF office, 157-197 Buckingham Palace Road, London, SW1W 9SP

Present

Anthony Carey

Shazia Ejaz

Wojciech Ilowski

Mark Malcomson CBE

Brenda McLeish OBE DL

Sir Frank McLoughlin CBE (Chair)

Rachel Musson

Dr Sam Parrett CBE

Palvinder Singh

In attendance

Dr Gina Hobson, Chief of Staff (CoS)

Chris Kirk, ED Membership & Commercial (EDMC)

Dr Katerina Kolyva, CEO

Michael Lowe, AD People & Workplace (ADPW)

Patrick Murphy, ED Corporate Services (EDCS)

Dr Vikki Smith, ED Education & Standards (EDES)

Jo Swindells, ED Development & Delivery (EDDD)

Apologies

Lynette Leith OBE

Andrew McConnell OBE

Gerry McDonald CBE

Minutes

PART 1: INTRODUCTION

1.1 Welcome and apologies

The Chair welcomed everyone to the meeting, including Michael Lowe, Associate Director of People and Workplace, who had recently joined the Executive and was attending his first Board meeting. Apologies were noted for Lynette Leith, Andrew McConnell and Gerry McDonald. The Chair noted that the meeting was quorate.

1.2 Minutes of last meeting, matters arising and queries from the information pack

The Board received the minutes from the last meeting and matters arising paper. **The Board approved the minutes from the Board meeting on 20 March 2025 and noted the matters arising.** The Board received the information pack which included the declarations of interest and the minutes the last Committee meeting.

PART 2 STRATEGY AND RISK

2.1 CEO Report

The Board received the CEO Report. It received oral updates from Executive Directors on contracts, advocacy, people and culture and membership and brand.

Confidential discussion redacted.

The Board noted that key advocacy messages promoting the charity's purpose had been shared in the CEO Report. The Executive Director Education and Standards provided an oral update on consultation activities, as well as plans for the party conferences, and the Board noted that the key messages were landing as they were being reflected back through Government reports. **Trustees were asked to confirm whether they planned to attend Party Conferences so that collaborative activities could be explored. The Board asked that 'lines to take' were drafted and shared with trustees for their use with key stakeholders.**

Confidential discussion redacted.

The EDMC shared a presentation with the Board which updated on activity across membership (including branding), partnerships, and the CPD training offer. The Board welcomed the update and recognised the significant progress which had been made in the last 6 months, particularly across membership marketing and partnerships. It noted that attention was being placed on speeding up the delivery of CPD and training to market and on membership targets. The Board considered aspects of sector need and noted that the new Education, Quality & Standards Committee would explore this further when it met. It reminded the Executive that it would be happy to consider further investment asks should they be required to speed up growth.

The Board noted the report.

2.2 Finance and Performance Report

The Board received the Finance and Performance Report, noting that it had been received and considered by the joint meeting of the Finance & Performance and Audit & Risk Committee meeting. The EDCS provided an oral update and confirmed that the Executive continued to pursue opportunities and mitigate the risks which accompanied (but sat outside of) the approved 24-25 budget.

The Board welcomed the report.

2.3 Partnerships and M&A

Confidential discussion redacted.

PART 3 GOVERNANCE

3.1 24-25 Trustees Report and Accounts

The Board received the draft 24-25 Trustees' Report and Accounts, which was recommended to the Board by the Audit & Risk and Finance & Performance Committee. It welcomed the quality of the document and also celebrated another clean audit. The Board passed on its thanks to the Finance team and particularly Adebola Odeyemi and Adeola Aiyenuro. It noted that a small number of (immaterial) comments from the external auditor required some updates to the report.

The Board approved the 24-25 Trustees' Report and Accounts and letter of representation, subject to some small amendments.

[The Chair handed over to Katerina Kolyva, as a Director of ETFS]

The Board received the 24-25 ETFS Directors' Report and Financial Statements and held the ETFS AGM. It noted that ETFS traded until 7 July 2021 and was now dormant. **On behalf of ETF as the parent organisation, the Chair of the Board approved the ETFS Directors' Report and Financial Statements and noted that these would be filed with the regulators.**

[The Chair handed back over to Frank McLoughlin]

The Board received the paper on auditor performance and re-appointment. **The Board agreed to recommend to the ETF Member Group the continued engagement of RSM as the charity's external auditor.**

3.2 Governance report

The Board received the Governance report, which provided an update on governance developments. The CoS confirmed that two decisions were sought. **The Board noted the thorough recruitment process and recommendation regarding the appointment of four external members to the EQS Committee. The appointments were confirmed by the Board.**

The Board considered outlined risk-based scenarios associated with the proposed investment of cash reserves. It noted the risk assessment, mitigation strategies and the alignment of the proposal with the charity's long-term sustainability goals. The Board also recognised its financial stewardship responsibilities.

Confidential discussion redacted.

PART 4: MEETING CLOSE

4.1 Future meeting dates

The Board received the future meeting dates. The Chair asked that meeting dates for 26-27 were planned and that a balanced approach to hosting the Board meetings (across sector location and region) were taken.

4.2 Any other business

There was no other business.