



Board of Trustees Minutes

Meeting Date: Friday 29 January 2016

Time: 09:30 – 16:00

Type: Face-to-face

Location: Thistle Euston Hotel, London

Version: Approved

Present:

David	Fitzgerald (DF)	Trustee
Inger	Gordon (IG)	Trustee
James	Caspian (JC)	Trustee
Andy	Cottom (AJC)	Trustee
Janet	Weisz (JW)	Trustee & UKCP Chair
John	James (JJ)	Trustee
Keith	Carlton (KC)	Trustee
Pat	Hunt (PH)	Trustee
Philippa	Tucker (PT)	Trustee
Rory	Worthington (RW)	Trustee
Sian	Ellis (SE)	Trustee

Apologies: Jacqui McCouat (JM) Trustee

In Attendance:

Judith	Miller (JM)	Sayer Vincent
Louise	Lilley (LL)	Head of Operations & Regulation
Richard	Hunt (RH)	Head of Communications
Alan	McConnon (AM)	Registrar
John	Loughrey (JLY)	New Trustee from 11 February 2016
Neil	Robertson (NR)	New Trustee from 30 January 2016
Del	Loewenthal (DL)	College Chair
Judith	Lask (JL)	College Chair
Sandra	Phillips (SP)	College representative
Michèle	Bartlett (MB)	Faculty Chair
Shaun	Brookhouse (SB)	College representative

Minutes By: Alex Crawford (AC) Governance Officer

Action Points and Decisions – in Black Bold

1. Welcome, Introductions, Apologies & Declarations of Interest

- 1.1. AJC was welcomed to the meeting as this was his first as a Trustee.
- 1.2. Apologies were given for JM.
- 1.3. The Governance Officer informed the Board that any trustee with a conflict of interest in a matter under discussion should declare the nature of their interest and withdraw from the room unless given a dispensation to speak.

AC, AJC, LL & RH left the meeting

AJC was called back to the meeting after a short while

2. Closed Session

- 2.1. The Board held a discussion in closed session.

AC, LL & RH re-joined the meeting

AM joined the meeting

3. Organisational Member (OM) Complaints Working Group

- 3.1. JW reported that the OM Complaints Working Group had held its first meeting. The group will be looking at non-clinical complaints.

4. Trustee Appointments

- 4.1. **The Board unanimously approved the recommendation from JW that Emma Williams and John Loughrey become UKCP Lay Trustees from 11 February 2016.**
- 4.2. **The Board unanimously approved the recommendation from JW that Neil Robertson become the UKCP Treasurer from 30 January 2016.**

NR and JLY were welcomed to the meeting at 10:35

5. Chair's Report

5.1. Changes to Constitutional Documents

- 5.1.1. As described in her report, JW advised that since November 2015 we have become aware of a few tidying-up edits (not material changes) that are needed for the Byelaws and Standing Orders. JW clarified that the Byelaws and Standing Orders can be amended by the Board without the need for a General Meeting.
- 5.1.2. The changes will go to the Executive Committee before being communicated to the members.
- 5.1.3. **The Board unanimously approved the recommendation from JW that edits to the Byelaws and Standing Orders be made in order to align with the Articles of Association.**

5.2. Code of Conduct Working Group

- 5.2.1. JW reported that work needs to start on the review the Code of Conduct for Trustees and the Complaints Procedure for Trustees and proposed that a working group be created to carry out this piece of work. The working group will produce revised policies for the Board to consider at its Away Day in April 2016.
- 5.2.2. **The Board unanimously approved the proposal from JW that a Trustee Code of Conduct and Complaints working group be created.**
- 5.2.3. **KC, RW and JLY all volunteered to be involved in the working group.**

5.3. Process for Removing People from the Register

- 5.3.1. JW reported that the process for removing people from the register who have not met the requirements for membership needs to be reviewed and enhanced. **In order to do this JW proposed that the Critical Path Change be invoked, and the Board unanimously approved the proposal.**

5.4. Lease Extension

- 5.4.1. JW reported that the UKCP landlords at Edward House have requested that we agree to 'contract out' of the automatic right to renew the lease at Edward House when it expires. **The Board unanimously approved this.**

5.5. Organisational Membership Committee

IG declared a conflict of interest for this item

- 5.5.1. **The Board unanimously approved JW's recommendation that the Organisational Membership Committee become the Membership Committee (MC).**
- 5.5.2. The committee's remit will include considering non-compliant re-accreditation.
- 5.5.3. **Terms of Reference for the new MC are to be created.**

5.6. Diversity, Equalities and Social Responsibility Committee (DESRC)

- 5.6.1. **The Board unanimously approved the DESRC's decision to suspend the committee.**
- 5.6.2. **It was agreed that Board will identify key areas of work and key objectives on how to take things forward at the Board Away Day in April 2016 and that the Executive Committee look at ways forward.**

5.7. Culture Project

- 5.7.1. **The Board agreed that work on the Culture Project should continue and that a project plan be ready for when the new Chief Executive and Chair take office.**

5.8. The Board accepted the Chair's Report.

JM joined the meeting

6. Finance

6.1. Post-Audit Report from Sayer Vincent

- 6.1.1. RW commented that the UKCP finances are in good shape.
- 6.1.2. JM then talked through some of the points raised in the 'Significant Matters' section of the report.
- 6.1.3. PH talked briefly about trustees acting in executive roles and that advice had been taken from the UKCP lawyers, Fieldfisher, on this area.
- 6.1.4. JW has been given delegated authority to be the UKCP Chief Executive whilst the vacancy is still open, and a non-employment contract for JW put in place.
- 6.1.5. JM has liaised with the Finance and Audit Committee (FAC) about this and is comfortable with the arrangements.
- 6.1.6. **The Board accepted the Post-Audit Report.**
- 6.1.7. **The UKCP Management Response will be added to the report and then it will be re-circulated to the Board.**

6.2. Summary of Audited Accounts

- 6.2.1. A more user-friendly Trustees' Report will be ready for presentation at the Members' Assembly on 12 March 2016 and will include a section on UKCP's finances.
- 6.2.2. RW briefly talked-through the post-audit Finance Report.
- 6.2.3. **The Board unanimously approved the 2015 Audited Accounts.**
- 6.2.4. The Board thanked JM for her excellent work and there was a round of applause.

6.3. Treasurer's Report

- 6.3.1. DF had some questions regarding the College reserves.
- 6.3.2. A high-level Risk Register will come to the Board in due course.
- 6.3.3. PT raised her concerns regarding the lack of regular reconciliation with the membership database.
- 6.3.4. **The Board accepted the Treasurer's Report.**

6.4. Management Accounts

6.4.1. **The Board accepted the Management Accounts.**

JM left the meeting

DL, JL, SP, MB & SB joined the meeting

7. College and Faculty Reports

7.1. JW welcomed the college and faculty chairs and representatives to the Board and gave some background regarding the annual attendance of college and faculty chairs at Board meetings.

7.2. Universities Training College (UTC)

7.2.1. DL spoke to the UTC report and took questions from the Board.

7.2.2. DL gave an outline of the workings of the college to PT.

7.3. College of Hypno-Psychotherapists (CH-P)

7.3.1. SB spoke to the CH-P report and took questions from the Board.

7.3.2. The questions included how many members the college have (around 150) and also if the college has had any issues regarding Direct Members.

7.4. Faculty for the Psychological Health of Children (FPHC)

7.4.1. MB spoke to the FPHC report and took questions from the Board.

7.4.2. JJ asked how the FPHC were supporting safeguarding from a professional perspective.

7.4.3. A Mandatory Reporting Working Group is being created.

7.4.4. RW asked if the faculty had considered social media use in the context of safeguarding. MB reported that the faculty recently held a conference entitled 'Sex, Lies and Social Media' which looked at young people's use of digital and social media.

7.4.5. DL cautioned against losing the confidential space when addressing safeguarding issues.

7.4.6. MB reported that it was proving difficult to find a new FPHC Chair to replace her.

7.5. College of Family, Couple and Systemic Therapy (CFCST)

7.5.1. JL spoke to the CFCST report and took questions from the Board.

7.5.2. The college are working closely with the Association of Family Therapy (AFT).

7.5.3. JL expressed some frustration over the UKCP website.

7.5.4. DL also expressed his frustration with the website and thought that the descriptors issue needs to be resolved as a matter of urgency. JW advised that this was an issue for the Registrar.

7.6. Humanistic and Integrative Psychotherapy College (HIPC)

7.6.1. SP spoke to the HIPC report and took questions from the Board.

7.6.2. The HIPC is the largest college within UKCP and has 340 Direct Members.

7.6.3. The college have found it difficult to secure a college chair and so they are being governed by an Executive group, rather than a chair.

7.6.4. SP also mentioned the on-going issue with UKAHPP and felt that this situation is evidence that the colleges 'don't have the regulatory power behind what they are expected to deliver'.

7.6.5. JW also advised SP about the work of the OM Complaints Working Group (see point 4).

7.6.6. RW recommended that HIPC use CAF Bank for their college finances, as the other colleges are doing. JW also commented that the HIPC accounts were received late and had not been reconciled.

AM, SB, NR and DL left the meeting over the lunch break

7.7. Council for Psychoanalysis and Jungian Analysis College (CPJAC)

7.7.1. AJC spoke to the CPJAC report and took questions from the Board.

7.7.2. The CPJAC is the second largest college within UKCP.

7.7.3. DF queried AJC's comment in his report about members getting value for money. AJC thought that there was 'not enough carrots but too much stick'.

7.7.4. DF thought that the organisation doesn't communicate to the members all that it does on their behalf. JW mentioned that there is a 'Shaping the Future' Communications and Strategy plan currently being developed by RH which should address this issue.

7.7.5. MB said that we should communicate to the members the lobbying and public policy work that the organisation does on their behalf.

7.7.6. JW advised that remaining items from the Shape Review include the areas of Communications and Colleges.

7.8. JW thanked the college chairs and representative for attending the meeting and for their valuable input.

8. Changes in Trustees

8.1. JW gave great thanks to SE, IG, JJ, PT and RW as this was their last Board meeting as trustees. Each were presented with a gift and there was a round of applause.

8.2. PH also gave great thanks to JW as this was her last Board meeting as UKCP Chair. JW was presented with a gift and there was a round of applause.

9. Chief Executive (CE) Report

- 9.1. JW spoke to the CE Report and took questions from the Board.
- 9.2. PT was worried by the number of people retiring. JW commented that Psychotherapy is an ageing profession. This has also been previously raised as a concern by RW and LL is keeping an eye on it.
- 9.3. JJ had some questions about the Company Secretary stepping down and asked whether the new CE could also be the Company Secretary. Going forward, the Board will revisit whether the Chief Executive and Company Secretary roles should be separated.
- 9.4. JW advised that we are exploring the possibility of Fieldfisher, our lawyers, providing a Company Secretary service.
- 9.5. SE enquired as to who was on the Mandatory Reporting Working Group. JW said that people are to let RH know if they are interested in joining this working group.
- 9.6. JW reported to the Board that written confirmation had been received from the Professional Standards Authority (PSA) yesterday (28 January 2016) confirming that UKCP's PSA accreditation had been re-instated.
- 9.7. PT had some concerns regarding the findings of the Culture Project and asked if there was a strategy to improve the culture within the organisation.
- 9.8. JW said that the Risk Register will come back to the Board.
- 9.9. JW will also do a timetable of handover items for the new UKCP Chair.
- 9.10. The Board accepted the CE Report.

MB, JL, SP & JLY left the meeting

10. Closed Session

- 10.1. The meeting ended with a lengthy closed session regarding plans for the appointment of a UKCP Chief Executive. This meant that the remaining items of business on the agenda did not get covered. These items will be dealt with by email after the meeting.

11. Next Meeting

- 11.1.1. Away Day on Friday 15 and Saturday 16 April 2016; dates and venue to be confirmed.

Minutes Approved

Signed:

Print:

Title:

Date: