

**The Westminster Foundation for Democracy Limited**

Company number: 2693163

**Minutes of Meeting of Board of Governors of Westminster Foundation for Democracy, on 22 June 2023**

*Meeting IN-PERSON (PORTCULLIS HOUSE) AND VIA ZOOM: 9:30-11.30am.*

**Present:** Richard Graham MP  
Sue English (Vice Chair)  
Mark Babington  
Yasmin Qureshi MP  
Rt Hon Dame Maria Miller MP  
Thomas Hughes  
Liz Saville Roberts MP  
Milica Delevic  
Anthony Smith (ex-officio, CEO)

**In attendance:** Chris Lane (Company Secretary)  
Janet Bamisaye (Deputy Director Finance)  
Shannon O'Connell (Director of Policy & Programmes)  
Christopher Levick (Regional Director, ECA)  
Halyna Shevchuk (Country Representative, Ukraine)  
Katy Murray (Director of Communications & External Affairs)  
Luke Chapman (External Affairs & Events Manager)  
Charlotte Egan (Director, GEP Strategy)  
Clare Scott (Board Secretary)

**Welcome and Apologies**

Richard Graham MP opened the meeting by welcoming Governors Liz Saville Roberts and Milica Delevic to their first Board meeting.

It was noted that there were apologies for absence submitted by Femi Otukoya and Brendan O'Hara MP.

The meeting was quorate.

**Declarations of interest**

None were raised.

**Minutes and matters arising**

The Board approved the minutes of the February 2023 Board meeting. All actions noted as complete.

**ACTION** – Board members to express their interest to discuss the parliamentary engagement plan and outlined activities to the CEO so a meeting could be convened. **Complete, item included in June agenda.**

**ACTION** – Finance Director to ensure that any revisions to the Draft Budget 2023/24 are circulated to the Board for review and approval. **Complete.**

**Chair's opening comments**

The Chair stressed that the Ukraine recovery conference highlights the positive role that WFD can play to support Ukraine. It was noted that the key decisions for the Board were the delegation of authority to the ARC chair to sign the annual report and accounts.

## **1. Report of the Audit & Risk Assurance Committee**

Mark Babington advised that the Audit and Risk Assurance committee (ARC) had met in February and focussed its time and attention on:

1. The annual report and accounts (ARA) for 2022-23 - It was noted that WFD's position is improved from last year with the financial statements audit near completion and the ARA due to be laid before parliament before the summer recess. Due to this the Board was asked to approve delegation of authority to the ARC for approval of the Annual report and accounts, with authority provided to Mark Babington and Anthony Smith to sign the Annual report and accounts on behalf of the Board.

**DECISION - The Board approved the delegation of authority to the ARC to approve, and Mark Babington and Anthony Smith to sign, the Annual report and accounts once finalised.**

2. Fraud incident – The investigation has been completed with assurance provided, that it was unlikely that further incidents had occurred in other offices. From the report an improvement plan has been put in place with the ARC comfortable with the risk mitigations that have been put in place. Advice has been sought concerning the fraud which concluded that any recovery of the monies lost would be unlikely.
3. Programme oversight - Due to the disbanding of the PQC, programme oversight falls under the remit of the ARC. As a result, an agreed programme of activities has been put in place to provide assurance which will be brought to future Board meetings.

The Board discussed the ARA with focus on:

- It was deemed unclear why not all funding was shown as income in the accounts. The Board were informed that non-core funding was not included in income due to the requirements of government accounting. The board advised it would be beneficial if a footnote could be included regarding this.
- It was noted that under section 2 of the Notes to the Financial accounts the third-party revenue does not list the individual donors. It was queried whether they should be acknowledged individually. The CEO informed the Board that donors are acknowledged through other reports that are made and that there is no requirement or expectation by them to be included in the ARA.
- The Board also noted factual errors in the report.

**Action – Errors reported by the Board as being present in the Draft ARA to be rectified before submission.**

## **2. CEO's Report**

The Board accepted the CEO report (Doc\_2) as presented. The CEO provided an overview on the main points of the report, sections highlighted included:

- Relationship with FCDO – The Board were informed that our relationship with our sponsor team at official level have strengthened with consultations completed on a range of strategic issues.

**Action – WFD to liaise with the Chairs office to schedule the meeting with FCDO ministers for the next available date.**

- UK Political cycle – The Board were informed that the spending review and general election that are due next year will have a significant impact on WFDs strategic direction and future funding. A discussion was held by the Board on what preparation will be put in place to start the case for funding and how the general election would affect it. The Board asked to be kept updated at the future meetings in regard to this is progressing.

**Action – The Board to be updated at future meeting on how the preparations for the new spending review are progressing.**

- Artificial Intelligence – The Board were informed that during WFD's recent reading week a session on A.I. sparked interest on how it could be utilised for democratic debate and for internal use, especially for use by colleagues whose first language is not English. The Board discussed the impact A.I. could and is already having on Democracy and the potential positive utilisation of it.

**3. Quarterly Progress Report**

The Board accepted Management's Quarterly Progress Report (Doc\_3) covering the Q4 FY2022/23 period and endorsed the latest version of the Corporate Risk Register, as presented.

**4. In-depth review: Programme policy and quality**

Charlotte Egan, Director GEP Strategy joined the meeting and provided an update on the Global Equality Project to the Board.

The Chair thanked Charlotte for the overview and asked that the PowerPoint to be shared with the Board.

**5. Regional Programme Focus - ECA**

Christopher Levick and Halyna Shevchuk joined the meeting and provided an update on the ECA region with a focus on Ukraine and the Ukraine recovery conference being held.

The Chair thanked Chris and Halyna for their report and the Board held a brief discussion regarding future of programming in Ukraine.

**6. Update on Parliamentary engagement strategy**

Katy Murray and Luke Chapman joined the meeting and provided the Board with an update on Parliamentary engagement and how the Board could provide future support. The planned activities outlined were:

- September to October 2023 – A WFD 'Garden of Democracy' exhibit will be on display in Portcullis House, accompanied with events and a social media campaign.
- October 2023 – WFD will be attending the Labour and Conservative party conferences.
- Annual lecture – The date is still to be confirmed, Sviatlana Tsikhanouskaya is confirmed as the keynote speaker.

The Chair thanked Katy and Luke for their report and a brief discussion was held on how the Board could support the work of WFD by sharing their messages and social media content, providing introductions to other parliamentarians, attending events and encouraging others to join and advocating for WFD where possible.

**7. Any other business**

The Board were asked to pass the resolution as set out in the provided documentation relating to the opening of a bank account in Sri Lanka.

**Decision – The Board passed the resolution as set out regarding the opening of the Bank Account in Sri Lanka.**

There being no other business to discuss, the Board noted that the next formal Board meeting would be held 21 June 2023.