

DATE: 15th October 2020 4.30pm: Zoom meeting

1.	<p>INVITED: TRUSTEES: Mark Hamilton (Chair), Henry Leese, Adam Balen, Allan Pacey, Karen Woodcock, Sarah Norcross, Alison McTavish SECRETARIAT: Claire Ball, Sue Elcock BFS EXECUTIVE OFFICERS: Jane Stewart (Chair), Raj Mathur (Secretary/Chair elect), Marta Jansa-Perez (Treasurer), Kevin McEleny (Secretary-elect) Apologies: Karen Woodcock, Adam Balen, Sue Elcock, Allan Pacey</p>
2.	<p>DECLARATIONS OF CONFLICTS OF INTEREST Nil declared.</p>
3.	<p>MINUTES OF RECENT MEETINGS</p> <ul style="list-style-type: none"> i. Trustees: 15th May 2020 (Draft circulated) These were approved. ii. BFS Executive: 17th June 2020 2020 (Draft circulated) These were noted.
4.	<p>MATTERS ARISING</p> <ul style="list-style-type: none"> i. Companies House details All details re Trustees and objects of the Charity are now up to date at the Charity Commission and Companies House. The revision of the Articles of Association as approved at the AGM in January 2020 need to be formally incorporated in to a new document according to Mazars. This will entail costs which were not anticipated of around £500 - £700. The Trustees seek to be reassured that there will be no further costs e.g. lawyers' fees and a meeting to discuss this will be arranged with Mazars. A similar charge will be incurred when the revision to BFS Education Ltd. Articles is finalised and approved. <i>Action point: CB and MH to talk to Paul at Mazars about this.</i> ii. BFS Education Ltd. Articles of Association Update <ul style="list-style-type: none"> a. Objects as registered at CH & CC b. Members liability c. Constitution of executive and sub-committees d. Elections to Executive <p>The draft revision to the Articles has been circulated to the Executive Officers and should now go forward for discussion at the full executive committee next week. <i>Action point: CB to add to exec agenda together with 4ii document</i></p> iii. Media management The Executive Officers are happy with way things are going and have not found lack of a dedicated PR person a negative in any way. Need still to ensure we are using media to our advantage for example STEM work coverage – ensuring the general public are aware. Executive will continue to keep the media requirements for the Society under review. <i>Action point: Keep item on the agenda. Maybe discuss at a future strategy day.</i> iv. Royal Charter There is support from the Trustees to continue discussions with other parties on this initiative. KM has spoken individually to all members of the Executive Committee. He stated that he has found that nearly all are in favour of the potential to be able to charter individuals. Nursing colleagues and members may be less interested in this aspect of the initiative. The Royal Society of Public Health is an example of a Society which has acquired Charter status. Discussions ongoing. <i>Action point: Executive Officers to keep Trustees appraised as time goes by</i>
5.	<p>LEGAL MATTERS</p> <ul style="list-style-type: none"> i. Indemnity A policy has been taken up with Beazley Solutions Ltd. This was shared with the Trustees at the end of June 2020 and provides adequate cover for our needs. Renewal date is May 2021. <i>Action point: Review this in more detail next May.</i>

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	<p>ii. Tendering for services procedures It had previously been agreed that it would be useful to have a SOP for tendering procedures for BFS commissioned services e.g. website, media, secretariat. This will facilitate transparency of the process and also ensure that we fulfil our responsibilities in a timely fashion whilst also retaining good relations with existing third parties.</p> <p><i>Action point: AM to create a broad, principles based document as a starting point</i></p>
6.	<p>SUB-COMMITTEE TRUSTEE UPDATES</p> <p>i. Meetings The Virtual Study Week proved to be a great success educationally and financially. The Trustees expressed their appreciation for all the hard work that had gone in to this. Fertility 2021 in January is going to be delivered online. The programme will be presented to the Executive Committee next week. The BFS - RCOG 2021 joint meeting will course is also going online. The Indian Fertility Society is interested in the BFS making a contribution to their annual meeting.</p> <p>ii. Training As above.</p> <p>iii. Finance</p> <p>a. Treasurer's update MJ reported a favourable balance compared to last year. Since Covid outbreak started significant savings have been made on travel/accommodation. the website (£11k per annum), Media (£40k per annum) Study Week has made in excess of £14k to date (closes 30.12.20) BFS needs to be mindful of our need to attract sponsors and keep what we offer them in order to retain their support under review. Fertility 2021 budget is looking satisfactory and the breakeven delegate numbers are looking achievable.</p> <p>b. Accountancy tenders Mazars were awarded the contract after a tendering process</p> <p>c. Website tenders The website is being maintained for one year by a company before the next formal medium term tendering process is initiated.</p>
7.	<p>STATUTORY REQUIREMENTS</p> <p>i. Accounts</p> <ul style="list-style-type: none"> • Year to 30th Sep 2019 These were circulated- no issues. The accounts have been lodged with Companies House and the Charities Commission. • Year-end change The next accounts will be for an 18 month period to March 2021. <p>ii. Annual return (Charity Commission) This was submitted on time.</p> <p>iii. Confirmation Statements (Companies House)</p> <ul style="list-style-type: none"> a. The British Fertility Society Ltd. b. BFS Education Ltd. These have been lodged.
8.	<p>GDPR No issues of concern to report.</p>
9.	<p>REVIEW OF GOVERNANCE DOCUMENTS</p> <p>i. Review of the Risk Register No issues of concern.</p> <p>ii. Review of Governance Documents The Finance policy including delegation of authority and bank card allocation requires review.</p> <p><i>Action point: CB/MJP/MH to update the finance policy Profile to chase Barclays regarding signatories and card readers/access</i></p> <p>iii. Consultation procedures (Policy & Practice Guidance circulated) This has previously been circulated and requires ratification at the next Executive Committee meeting. Once approved this should be posted on the website.</p> <p><i>Action point: To discuss at next Executive Committee</i></p>

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10.	<p>INTER-COMPANY COMMUNICATION</p> <ul style="list-style-type: none"> i. BFS Executive Committee Issues As above ii. Board of Trustees: Issues of importance for information of Executive As above
11.	<p>BOARD MEMBERSHIP</p> <ul style="list-style-type: none"> i. Board appointments/demission HL retires from the Board after the AGM in January. His service over the last 14 years has been outstanding and was acknowledged by all at the meeting. AM is at end of 6th year. Prepared to be a Trustee for a further 3 years. A replacement for HL from a Science based background should be sought. <p><i>Action point: feedback names to MH before meeting in December.</i></p>
12.	<p>AOCB</p> <ul style="list-style-type: none"> i. Equality & Diversity A draft policy had been circulated. This was approved and should be shared with the Executive Committee. Once approved this should be posted on the website. <p><i>Action point: Discuss at Executive Committee 20.10.20</i></p> <ul style="list-style-type: none"> ii. AGM 2021 This will take place during Virtual Fertility 2021. Papers need to be circulated in good time. The announcement of the AGM should also be included in the newsletter iii. Fertilis JS and Jason Kasraie (ARCS) recently met virtually with representatives of Fertilis. A formal collaboration would not be appropriate but it was useful to hear of the group’s agenda. Their members individually would be at liberty to join BFS.
13.	<p>DATE OF NEXT MEETING December TBC– in the evening</p>