



# **British Association for Sexual Health and HIV**

*Established 2003 through the merger of MSSVD (est. 1922) and AGUM (est. 1992)*

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## **MEETING OF BASHH TRUSTEES 10<sup>th</sup> March 2006 RSM**

**Present:** Rachel Challenor (RC), Chair; Simon Barton (SB); Helen Ward (HW); Jonathan Ross (JR)

**In attendance:** Jan Clarke (JC); Keith Radcliffe (KR); Simon Croker (SC)

**1. Apologies for Absence and Welcome to new Trustees**

RC welcomed the new Trustees. Angela Robinson gave her apologies

**2. Declarations of Interests**

SC reported that all declarations of interest had been received

**3. Minutes of last meeting**

The minutes from the last meeting were accepted.

**4. Matters arising from the minutes**

Website: KR informed the Trustees that aspects of the website had been discussed over the past nine months and that he had contacted Dave Kellock (BASHH webmaster) with a number of questions/suggestions. It was agreed that the web team would benefit from additional representatives directly linked to the Board. Jonathan Ross and Neil Lazaro to join the web team. SB to contact Dave Kellock to discuss.

**SB**

Joint meeting between BASHH and FFRPHC: JC reported that the meeting was a success; very well received and well attended. It is anticipated that there will be a surplus returned. SB reported that in light of the success of the meeting, the FFRPHC are likely to invite BASHH to undertake another joint meeting.

BASHH reserves: JC informed the Trustees that £200,000 from the BASHH deposit account is to be invested in a BOS high interest account.

Memorandum of Agreement with external secretariats: KR to contact Brian Smith Associates (BSA) and agree a formal Memorandum of Agreement between BASHH and themselves.

**5. Role of Trustees**

The Board confirmed the appointment of fellows as Trustees to be Helen Ward and Jonathan Ross. Rachel Challenor assumes the role of Independent Trustee as elected by the membership; Simon Barton, as President of BASHH; and Angela Robinson as Immediate Past President. SC to inform the Charity Commission of new Trustees

**SC**

RC noted that the constitution does not define a number required for the Trustees to be quorate. It was agreed that 3 of the 5 Trustees present would constitute a quorum. KR to raise at the next AGM for approval by the membership.

**KR**

KR to draft a form of 'formal undertaking'? for the Trustees to sign in line with what is stated in the Constitution.

Responsibility and Duties of Trustees: KR to amend to include statement regarding Trustees speaking publicly on behalf of BASHH.

**KR**

The Trustees agreed that the policies on investment, delegation and risk should be reviewed regularly as part of a rolling programme.

Investment policy: JC informed the Trustees that BASHH was offered the option of investing in ethical companies as designated by the Bank of Scotland (BOS), however this was deemed too high risk. JC to contact BOS to request a statement regarding the performance of the investments. Investment in higher risk funds may be considered once the surplus from the EADV conference has been received. JC to circulate to the Trustees the papers regarding different investment options sent from the BOS. The investment policy to be discussed at the next Trustees meeting.

JC

JC informed the Trustees that on advice of the auditor, £10,000 from the Robbie Morton prize is to be moved to a separate account.

JC

SB raised concerns that the Charity Commission may start to question the amount of money held in the BASHH account. This will be discussed further at the next Trustees meeting.

## 6. General Secretary's Communications

### a) Membership report

KR reported that the membership will likely exceed 1000 before the end of the BASHH year (July 31). The concern was raised that when SpR's are made up to consultants, they are not aware that they need to inform BASHH.

SC to email membership requesting that they inform BASHH of any change in status. SC to send list of regional members to branch chairs so that they can double check those on the list. SAC group to feed back to secretariat the list of newly made consultants.

SC

## 7. Honorary Treasurer's Communications

### a) Finance Report

JC informed the Trustees that the RSM finance manager, Vipin Narang had left the RSM. Until a replacement is found, Patrick Heneghan will stand in as the BASHH contact.

The Trustees were informed that the anticipated surplus from the EADV conference should be ~ £100,000.

BHIVA are still seeking advice regarding retrievable VAT on the balance from the Dublin Spring meeting. It is expected that this could take some time to finally resolve.

It is expected that the Nottingham Spring meeting will return a surplus of between £60,000 – £80,000.

Following concerns over how branch and SIG accounts are reported, JC informed the Trustees that a new system was being trialled by the RSM finance department, an example of which would be ready for presentation to the CGC on March 31<sup>st</sup>. This will be displayed as a balance rather than a trial balance, rectifying the issues that arise over funds being carried over.

Discussions with the BASHH VAT accountant raised concerns about how sponsorship was raised for the BASHH Spring meeting. By offering a list of available sponsorship packages (Platinum, Silver etc.) on paper there is the potential risk that this might be perceived as trading. If this is the case, BASHH could be liable to direct taxation.

It was suggested that BASHH could set up a trading company for bringing in sponsorship, however the Trustees agreed that this would potentially prove highly problematic.

JC to speak to BASHH's charity advisor and the Charity Commission about what constitutes trading. It is possible that a simple re-wording of the sponsorship document would suffice.

**JC**

b) Any other items

JC informed the Trustees that the RSM only have liability insurance to cover £100,000. JC to look into setting up liability insurance for BASHH funds.

KR and JC to draft Memorandum of Agreement between BASHH and ISSTDR for the 2009 conference

**8. Any Other Business**

The Trustees to consider bringing in additional Trustees with a non medical skill set.

**Date of next meeting: Friday 09 June 2006**