

Unlock Democracy Council Meeting

28 March 2020 11am - 4pm

Via Zoom

Present: Stephen Carter, Rachel Collinson, John Franglen, Peter Hirst, Jessica Metheringham, Vicky Seddon, Phil Starr.

Staff in attendance: Sam Coates, Sarah Clarke, Ana Guzman, Matthew Hull, Jacob Millen-Bamford, Trudie Kee, Tim Rouse.

1. Introduction to Zoom and General Etiquette

Rachel Collinson gave a short introduction for Council to remote meetings.

2. Apologies, Minutes and Matters Arising

i) Apologies

Apologies were received from Ian Driver, Andrew Blick, Jack Maizels, Deborah Chay, and John Ferguson.

ii) Council minutes for approval

***Decision:** Council minutes were approved nem con.*

iii) Management Board minutes for information

Rachel Collinson presented previous Management Board minutes for information and invited Council to comment.

Vicky Seddon raised that the Management Board minutes were confusing because a lot seems to have happened. Jessica Metheringham noted that some of these points are going to be discussed later. She gave an introduction to items on the agenda. She recognised that there have been crossed wires in communication, and explained the facilitated sessions with Rebecca D'Cunha.

iv) Matters arising

John Franglen asked if all 6 budgets that were prepared would be discussed in the finance item. Phil Starr assured John that all budget items would be discussed.

Vicky Seddon asked for a definition of the stopgap measures to which Jessica Metheringham answered with information.

Peter Hirst asked for the reasoning behind appointing an interim vs a permanent Director. Rachel Collinson suggested that it was not right to impose a permanent Director in the current situation.

3. Finance

i) Budget

Phil Starr introduced the budget, and thanked Simon and Tim for their work. He stated that the figures are subject to change but by small amounts. He invited Council members to email further questions to himself, Simon Howard, or Tim Rouse.

Phil Starr contextualised the papers, which were produced because there were no accounts to produce a budget previously. He raised that Tim Rouse has been looking at updating the budget based on the new information.

Phil Starr explained both budget models to Council: budget 1 ('balanced budget') and budget 2 ('continuity budget'). He also explained that Rodell may have to give rent breaks due to Covid-19 and he has checked the insurance policy and awaits a government decision on making the virus notifiable. Tim Rouse replied in the Zoom chat that Covid-19 has been notifiable since 5 March.

Tim Rouse gave clarification on the budgets. He suggested that budget 1 was not a safe balanced budget because it would leave Unlock Democracy with 4 members of staff by August, which would not make the organisation viable. He gave examples of the projected impact on membership and campaigns from losing capacity.

Phil Starr referred to a number of decisions Council needed to make on the budget, including whether or not to recruit a new Director. He highlighted that Unlock Democracy could not afford to appoint a Director and doing so would involve having to make staff redundant.

Peter Hirst raised that budget 2 included a Director and requested figures that did not include a Director. Phil Starr explained that these figures were in the extended options.

Vicky Seddon suggested that the budget should focus on what we can afford and that staffing arrangements should be separate. She expressed concern about the long term implications of Covid-19 and a need to be cautious with spending.

Jessica Metherringham urged Council to rely on the Co-Chairs more to facilitate a discussion on the restructuring and assured that she is prepared to spend more time on it.

Rachel Collinson questioned budget 1 and pointed to staffing costs dropping by £40,000 between 20/21 and 20/22. She asked for an explanation of where that came from, and asked if the reserves of £175k she noted on the balance sheet had changed. Phil Starr replied that there is £62,000 in the bank and £33,000 waiting from Rodell in terms of

reserves. He said that Simon Howard and the accountant are still working with the accounts so that could change.

John Franglen queried whether it was worthwhile looking into the Government's scheme to furlough workers as Covid-19 has significantly changed what we can do. Phil Starr replied that it has been looked into and cannot say for the moment if that is an option.

Tim Rouse proposed that none of these budgets are viable, in the sense that he did not expect to follow them for the next year. He suggested that the newly elected Council would have to rethink staffing. He explained that when budget 1 was sent to Phil Starr it was called a 'cuts budget' rather than a 'balanced budget' because while it balances the books, it would involve not renewing fixed-term contracts, and this capacity has allowed us to deliver. He pointed to an example of this being membership growth because of increased staff capacity in that area.

Phil Starr wanted to see if paying fixed-term staff until the end of their contracts was viable and expressed that he was keen to continue to working with staff on the budgets.

4. Rodell Update

Phil Starr introduced the item. Council was updated on Cynthia Street now being fully let, and planning permission for Gray's Inn Road had been granted. The Rodell Board has agreed the next steps. He noted that building works cannot go ahead due to Covid-19. There is a concern in Rodell in terms of income and whether insurance would cover any unpaid rent due to the virus.

5. Proposal for Jessica Metheringham and Rachel Collinson to continue as co-chairs

Rachel Collinson introduced the item and noted that Danny Zinkus-Sutton and Jack Maizels had both resigned due to unforeseen circumstances. She asked Council to ratify the decision for both Rachel Collinson and Jessica Metheringham to continue as co-chairs.

Vicky Seddon commented that Jessica Metheringham had been clear about the time she was willing to spend on the Co-Chair role, and questioned Rachel Collinson about the time she was willing to spend. Vicky asked for an outline of both Co-Chair's perspectives on Unlock Democracy's next steps.

Jessica Metheringham responded that she would like to get some significant restructuring done, that she was very much about process, with support for a flatter structure. She stated that with her campaigns background, this could potentially lead to a Chair on the same page as staff. She expressed a preference for more direct democracy within the organisation.

Rachel Collinson responded with information about her background in creative digital fundraising, in both a communications and campaigns context, which may be useful for

Unlock Democracy to have at this time. She outlined her vision, that Unlock Democracy reimagines itself as an organisation that has more force and influence. She stated her fears for Unlock Democracy were that it limps along while trying to keep things going.

Peter Hirst stated that Unlock Democracy has taken a long time to get to where it is in terms of purpose, that delivering a new constitution is now pivotal to the organisation, and expressed the importance that Chairs recognise this.

Jessica Metheringham replied that it's about how we get to our objective. No suggestion that we are moving away from the new constitution campaign but exploring how we are going to structure the organisation to achieve that.

John Franglen suggested that for the next council in July, they should not just look at staff structure but also look at the structure of council and internal democracy. Rachel Collinson agreed.

Decision: *The proposal for Jessica Metheringham and Rachel Collinson to continue as Co-Chairs was approved nem con.*

6. Staff Report

Sarah Clarke introduced the paper and explained that the new political context means that there is uncertainty. She gave an update on what staff have been doing and priorities for the next 3 months.

Sam Coates gave a campaigns update and noted that this has changed significantly over the last few weeks. He updated Council members on the Demand Democracy project having been put on hold to focus on workshops, and that plans had changed due to Covid-19. He updated Council on work being done for a conference, which is funded by a grant from JRRT.

Tim Rouse gave a membership update. He stated that there was an increase in membership numbers whilst long-standing members were dwindling. There had been a net increase of about 70. He highlighted that the figures for the March fundraising mailing were not up to date, because Covid-19 meant cheques from the Post Office could not be accessed. He expressed disappointment at the figures for the December mailing but highlighted that this fits the pattern set out at the previous Council meeting.

Jacob Millen-Bamford gave an update on the work of the Brexit Civil Society Alliance. He explained how the result of the 2019 General Election had impacted the work of the Alliance due to what it meant for Brexit. This meant that coalitions now no longer work, and reworking how they do parliamentary strategy was underway. He updated Council on the Alliance's roundtables, and how they are changing to webinars due to Covid-19. A new bid was being submitted to secure funding to continue the Alliance until the end of the transition period.

Sarah Clarke gave an update on communications. A new blog called 'Democracy in Times of Crisis' was in development, exploring broad themes around democracy in the current context. She stated that Covid-19 presents opportunities for both comms and campaigns building.

Matthew Hull introduced a paper prepared by Unite the Union at Unlock Democracy. He noted that the Union had been working closely with Management Board on the stopgap arrangements and that there had been progression on it.

Jessica Metherringham opened the discussion to Council for questions. Stephen Carter asked about funding applications that are in, and decision dates, and asked about opportunities for a civil society coalition around Covid-19. Jacob Millen-Bamford replied that the Brexit Civil Society Alliance will find out about funding towards the end of June or early July. Sarah Clarke indicated that her impression was that many organisations are in a period of reflection and are not funneling resources into this. She expressed a preference within the team for giving a voice to those not being represented and questioned if that solely involved representing civil society. She used the example of the Brexit Civil Society Alliance, which has done great work but had challenges enacting change to Brexit legislation. Jacob Millen-Bamford echoed that it had been difficult.

Jessica Metherringham asked what conversations we have had with other organisations, either for joint working or an alliance. Sarah Clarke replied on the importance of reaching out, and noted that previous work with other civil society organisations has led us to consider the risks of possibly reverting to status quo demands in balance with the benefits of joint campaigns. Tim Rouse echoed this sentiment and added that even if Unlock Democracy had that capacity this may not be the path to change.

Action: Staff will take recommendations back and connect with Management Board about them

7. 'State of UD' Paper

Jessica Metherringham introduced the item and said that it was the raw and genuine voice of staff, a valid perspective, and emphasised the importance that Council hear it. She stated that it was important to say that Council members had not been informed as much as they should have been and Management Board had not been informed as much as they should have been. It was now up to everyone to try to unravel those tangles. She moved to questions.

John Franglen noted that Unlock Democracy was his first job and that the content of the paper felt familiar to him. He confirmed that these are long term problems. One of Unlock Democracy's strengths is passion and the staff team care massively about the cause and about making change. He urged that we need to make that change happen.

Stephen Carter welcomed the paper. He stated that Unlock Democracy needs to have a change of direction for the organisation to react to the difficult situation, including a radical and open discussion between staff and Council. He expressed that it is not a time to overhaul the Council and governance structure.

Peter Hirst expressed concern at the statement “the staff were not aware that achieving a written constitution was the objective of Unlock Democracy when they started”. Sarah Clarke clarified that staff understood the aim now but at that time the campaigns that Unlock Democracy was running in 2016 were not pushing the organisation towards the goal of a new constitution.

Rachel Collinson thanked staff for their patience and courage and that she was broadly in agreement with this paper. She pointed out what the paper says about Unlock Democracy’s reputation being confirmed, by recent contact with funders. She spoke about the feedback given.

Vicky Seddon suggested that the strategy hasn’t worked including recruiting a younger audience. She indicated uncertainty about where campaigning is going to be after Covid-19 and expressed the need to look again at the strategy and adapt it for the current situation.

Peter Hirst replied that opportunity comes to those who dare and we need to be courageous in the fight for a written constitution. He suggested that we have to restructure our internal processes and communications in a more long term and collaborative environment, as Sarah has said. This includes the need for staff to be committed long term.

John Franglen noted that the current situation has moved on and that we risk losing this opportunity to engage.

Jessica Metherringham opened the discussion up for staff replies.

Sarah Clarke suggested that governance restructuring should be a priority, with a democratic deficit in our internal structures inhibiting reputation-building. She replied that it was premature to say that the strategy has not worked, since the plan around the strategy was built in September last year and is ahead of the curve. A distributed organising model of campaigning is democratic and noted that a Parliament-focussed approach has not worked as we did not get there in a decade and gave examples of how campaigning has changed with The Trussell Trust and Shelter.

Sam Coates thanked members for their comments. He said that we are in the biggest public health crisis in living memory and we can’t predict a perfect intervention. It’s not an option to sit this out and throw away the opportunities. He noted that a distributed organising model is best to scale campaigning. He assured Council that while questions remain about online campaigning, the team has been adapting.

Jessica Metherringham said that from her perspective we have had this discussion before and we are describing options on the table.

Tim Rouse commented that the current membership base is older than our target audience but that they tend to be on board. He clarified that looking at our governance structures is about strengthening internal democracy. If we want to claim ourselves as a democratic organisation then we need to change how we operate. He addressed comments from Vicky Seddon and Stephen Carter about changing direction, and replied that we have developed a clear strategic direction that involves changing what we are doing, and it is starting to work as we are seeing signs of success in bringing in new audiences. He spoke strongly against a parliament-focussed approach, stating that this is how we have got to this state right now and has damaged our reputation.

Matthew Hull commented that this is a time in which the social contract is being questioned and we don't want that to be a reason to drop the work we have been doing.

Stephen Carter did not disagree with Tim's point but suggested that conversations should be happening about the opportunities and risks that have arisen from the Covid-19 crisis.

Jessica Metherringham summarised Council's position as calling for Unlock Democracy not to miss the boat or be left behind on Covid-19. Secondly, she suggested that the problem is how we communicate about our strategy and that, while we have a strategy, we are not all convinced of what it is. She asked how Unlock Democracy should address that.

Vicky Seddon spoke to the need to be careful.

Peter Hirst suggested that we could involve membership with polls and get members to recruit other members.

John Franglen noted that it could be a good opportunity for us to become loud to fill the space while other organisations are waiting for this to settle.

Jessica Metherringham proposed that Council send comments and detailed responses via email.

Sarah Clarke expressed that the next step of the process should loop in Council and Management Board, but also highlighted that staff are under stress with a limited capacity. She noted that there has been a lot of testing and staff have learned a lot of lessons, and a process is needed to communicate these lessons to Council. Rachel Collinson welcomed the suggestion that staff iterate this to members.

Jessica Metherringham asked Council for proposed directions. Peter Hirst suggested the organisation needs to remain in the public space as it's a good opportunity. He suggested consideration of reducing the membership fee. Phil Starr expressed that the paper was depressing to read and unfortunate. We have to consider broadly the options and need to have everyone committing. John Franglen also suggested an active approach involving keeping on trying new things, and keeping the things that work.

Tim Rouse spoke in agreement with John Franglen, and spoke of the extraordinarily committed staff team. He elaborated that the paper addresses hard issues but is trying to

save Unlock Democracy not slander it, and that now is the time to keep working on the strategy we have and fix it. He proposed that for this reason, now is a good time to look at our governance, so that the organisation has a sense of where it is going. He also brought up the concern that staff training had not been adequate. He clarified what the paper included both governance and staffing when referring to 'restructuring'.

Jessica Metheringham summarised that the organisation is in a position where Council are not united about the general direction in which to go, and are having discussions without looking at the strategy we have got. They are not looking at options. She expressed that Council was late to the table on the first discussions and later to the table on this one. She proposed that the Co-Chairs continue working on this and to come back to Council with options in the next month. She suggested that Council could not make meaningful decisions now.

Vicky Seddon spoke to the need to find a way forward and suggested an email conversation.

Action: *Jessica Metheringham to send something out next week (w.c. 30/03) to facilitate this conversation with staff involved.*

Stephen Carter agreed that this process needed to be fairly quick and agreed with the timeline.

Jessica Metheringham asked Council for a steer on when the decision on a budget must be made. Phil Starr replied that he will be working with Tim and Simon on this in the following week. He proposed that one decision that can be made is that Unlock Democracy is not looking to appoint a director in the immediate future.

Tim Rouse spoke in his capacity as one of the union representatives. He stated 3 questions for Council that the staff team need answers to, they are: Should a Director be hired?; what does Council and Management Board propose for those on fixed-term contracts?; and what will the inflationary pay adjustment be this year? He noted that this needs to be agreed between Management Board and the Union. He said it would be useful to have a responsive place where staff members can turn to for final decisions, and where these questions could be worked out. Vicky Seddon expressed concern that the organisation might not be able to resolve these things if it does not have a Director.

Stephen Carter requested further information on the status of the accounts, an update on Rodell's insurance, and Unlock Democracy's eligibility for the Government's employment scheme. Phil Starr replied that by the beginning of next week there should be considerable progress.

Decision: *Council decided to not recruit a Director now or in the immediate term.*

8. Dates for next council meetings

Council was informed that the next meetings will be after the forthcoming election, and are currently scheduled for the 4th July 2020 and 5th December 2020. There was discussion about the need for an additional Council meeting, which members agreed could be organised by email. Tim Rouse noted that the new Council can set future dates.

9. AOB and close

Peter Hirst spoke to a need for staff training. Tim Rouse asked to bring over the underspend from last year, which was met with general agreement.

10. Addendum

Note: This is a minuted decision Council took by email. It was provided by the Co-Chair of Council, Jessica Metheringham, for inclusion in these minutes.

At the Council meeting [of 28 March 2020] Jessica Metheringham agreed to write a paper to be sent to Council members by email. The paper was sent on 6 April 2020, and was discussed by Council. It presented Council with two options: Option 1 was a cautious financial approach which involved not extending three fixed-term contracts, and Option 2 was to continue with the financial and strategic approach as agreed by Council in 2019. While Management Board makes decisions on staffing, the Co-Chairs considered that the fixed term contracts were so closely linked to the discussion of finances that the issues were discussed as one.

Council members contributed to the discussion via email, with the majority of comments suggesting a vote for one of the two options. Council members asked about the work which would be dropped with fewer staff, and considered the impact of Covid 19 on the campaigning environment. Additional comment about the level of reserves was provided by Phil Starr.

On Saturday 18 April Jessica Metheringham asked council members to confirm their vote. On Monday 20 April the votes were counted as being nine votes in favour of Option 1 and one vote in favour of Option 2. Two Council members did not contribute to the discussion. The decision was therefore considered to have been made in favour of Option 1.