

Unlock Democracy Council Meeting
5th Floor 9 King Street London EC2V 8EA
11 March 2017 11am- 3.40 pm

Present: Jack Maizels (meeting chair) and Danny Zinkus Sutton (co-chair of Council), Stephen Carter, Phil Starr (morning only), Andrew Blick, Rachel Collinson, Lisa French, Sepi Golzari-Munro, Peter Hirst, Vicky Seddon, Stuart Weir and Ian Driver. Jenny Cronin attended remotely in the afternoon.

Apologies were received from Debbie Chay, Andrew Manning and James Grindrod

Staff in Attendance: Alexandra Runswick (Director), Sam Coates, Tim Rouse, Sarah Clarke, Jessica Sargeant and Simon Howard.

1. Apologies Minutes and matters arising

i) Apologies

Jack Maizels passed on apologies from Andrew Manning, Debbie Chay, James Grindrod and Jenny Cronin, who would be joining remotely for the afternoon.

ii) Council minutes for approval

Alex Runswick told the meeting that some points had been edited for clarity.

The minutes was approved unanimously.

Management Board and AGM minutes were noted.

iii) Matters Arising

There were no matters arising.

2. Finance

i) Pensions

Alex Runswick directed council to the letter as proved that we were meeting our legal pensions obligations. She explained the government's new auto-enrolment policy. She said our pensions provider had been changed from Friends Life to Scottish Widows and

this had saved UD money. She explained that we were exceeding the legal requirements for employer contributions, we were expecting to increase this by 2019.

Vicky Seddon highlighted that the letter referred to Demos rather than Unlock Democracy. This needed to be corrected. She asked whether the money from Friends life was automatically transferred. Alex said this was the choice of the individual.

Peter Hirst asked if all staff were participating, Alex said one had opted out.

Rachel Collinson asked if we could ensure the pensions were divested from fossil fuels and arms manufacturing. Alex said this was an individual choice but she would confirm that this was possible with our existing scheme.

ii) Budget

Alex Runswick briefed Council on the budget, the structural changes that had been made and the assumptions within it. She emphasised that the figures were very conservative and were, wherever possible based on actuals from the previous financial year.

Phil Starr raised concerns about the targets for increased income in the budget. Alex replied that these were based on improved performance in the past 6 months and that she believed they were achievable targets. She added this would be closely monitored and if this proved not to be the case the corresponding increases in expenditure would be cut back. Lisa French followed this up with questions about the contracts for new staff which Alex confirmed would be fixed term.

The budget was approved.

3. Directors Report

Alex Runswick spoke to her report, she highlighted the work staff were doing around our Democratic Brexit project, and said there would be more on this later. She talked about the work UD was doing introducing membership packs, and the dodgy donor pamphlet that had been published this week. She invited questions.

Lisa French asked about lapsed membership and online direct debits. Alex and Tim Rouse confirmed that reminders were being sent to lapsed members and we were working on a system for online direct debits. Lisa French asked for information about the number of people attending and voting in each AGM for comparison.

Stuart Weir asked who the audience for Democratic Brexit was. Alex said it was primarily for policy use with parliamentarian and commentators but that another version would be created for campaigning purposes.

Stephen Carter asked what percentage of members were on direct debit and how many needed to renew. Tim Rouse said we had less than 1,000 DD members, most of our income was from one off donations.

Vicky Seddon commended UD on their recent campaigns. Peter Hirst made a point about the Indyref 2 and Jack Maizels said that campaigns statistics in the report had been helpful.

4. Rodell Properties

Jack Maizels reminded Council that they are shareholders of Rodell Properties which is why these decisions are being put to them.

Simon Howard updated the meeting about Rodell's recent activities. He told the meeting that he had agreed early contract termination with the tenants at the top floor of Cynthia street and the property was being refurbished. At Gray's Inn Road, the rent review for the shop has been completed, the rent has been increased and the back payment made. However in order to redevelop Grays Inn Road, the Rodell board is considering whether buying out the lease on the shop would still be worthwhile.

Phil Starr explained that UD had taken out a loan in order to refurbish the Cynthia St property but that this has increased potential rental income and so Rodell has a healthy cashflow. He said Rodell has been approved for a loan for the redevelopment of Gray's Inn road but as a precaution surplus funds have not yet been allocated to UD, but these may be available to UD in the future.

Simon Howard introduced the paper on Rodell and explained why the proposed changes were necessary.

Vicky Seddon expressed support for the proposals but suggested that number 2 be voted on before number 1.

Lisa French asked what would happen if the AGM didn't agree the amendment. Phil Starr said according to the constitution if there was a situation where Rodell couldn't meet there would be an election. If this proposal was agreed by council Rodell would

meet and take decisions in the intervening period. If the AGM then rejected the amendment, there would be an election. Lisa French asked that an amendment to the motion be made to reflect this.

Jack Maizels suggested that number 1 and number 2 be voted on together and an amendment be added to each point stating that in the event that the AGM rejected the amendment, the decision taken by council would lapse and an election would be called. This was agreed. Stephen Carter requested that the word 'less' in clause 1 be replaced with 'fewer' for grammatical accuracy. Further discussion on the issues ensued.

A vote was then taken on the appointment of Rodell directors:

1 As shareholder immediately adopt the following proposed change to Rodell's Articles of Association:

In the event that there are fewer than 4 elected directors following an election or no further unsuccessful election candidates to replace a director who has resigned, Council shall have the right to appoint a director or directors to ensure there are 4 non Management Board directors of Rodell.

2 Agree to seek the same change in UD's Constitution at the 2017 AGM. In the event that this decision is not ratified by the AGM, Council will reverse these changes and an election will be called.

The motion was unanimously carried.

A vote was then taken on the date at which board changes come into effect:

4 To agree in principle to a single date (such date to be decided before the 2017 AGM) upon which the Rodell board changes following the election of Council, Rodell Board and Management Board and to seek a change in UD's Constitution at the 2017 AGM to cover this. In the event that this decision is not ratified by the AGM, Council agreed that it would reverse these changes.

The motion was unanimously carried

Jack Maizels asked if any Council members wanted to put themselves forward for the Rodell Board. Phil Starr offered to talk to people over lunch to explain what was involved.

5. Rodell AGM

Phil Starr chaired the Rodell AGM. Council, as shareholder, was asked to approve Rodell's accounts.

The accounts were approved unanimously.

The meeting was adjourned for lunch

6. Theory of change presentation

Patrick Olszowski gave a presentation on the theory of change. This was warmly welcomed and Council members then asked various questions there was short discussion on the theory of change.

7. Future campaigning

i) Campaigning using the theory of change

Alex Runswick explained the various papers that had been circulated and spoke to the proposal. The paper attempts to build on the theory of change and test various aspects of it. There is one overarching campaign for a written constitution with various chapters focusing on different issues. It all links back to who has the power. These campaigns highlighted in the proposal are suggestions of what Alex believes our focus should be, but she recognised that there are many other issues that are also important to us. Democratic Brexit can be a good way to engage with other organisations. The campaign on talking out Private Members Bill will help us engage with other organisations and MPs. This is a very important political moment, there are many opportunities to make the case for why we need radical reform in our politics

Peter Hirst said he felt we need to raise a certain level of awareness of the current system, he suggested a series of videos. Lisa French suggested that we needed some way of measuring the success of these specific campaigns

Stuart Weir said that we need to stick to this campaign for a written constitution, we have fewer resources than the opposition. We need to be distinctive. Sepi Golzari-Munro said the paper provided a lot of clarity, she spoke about the proposal she and Alex were working on. Danny Sutton said he thought the report had good direction and there were good practical steps. Stephen Carter said he had some qualms about what vehicles were used, he agreed that Democratic Brexit was a good tool. He questioned whether lobbying transparency had an easy link to the written constitution. Jenny Cronin said

she thought it was important to interpret this at a local level.

Alex thanked everyone for their comments. She said that we were starting to do videos, we do need measurements but the purpose of this paper is to communicate a concept rather than a detailed campaign plan. Lobbying was linked to Brexit and also the balance of power. It's also an issue where we have already built support and where it is possible to get short term wins. Alex asked council to endorse the theory of change and the campaigning on the theory of change paper.

The motion was carried unanimously

ii) Local Activism

Sam Coates spoke to his local activism paper. We needed to go beyond online campaigning, we need to engage with communities. We need to integrate offline and online campaigns. Everything being proposed can be complemented by local groups. We can use online tools to allow local groups to talk to each other. Test out other tactics, e.g calling MPs office, turning up to media events.

Vicky Seddon said it was important to think about ways of connecting with each other but said local groups also need to be supported. It should be bottom up as well as up down. Peter Hirst said there will be some one day opportunities during the Brexit process, we need to capitalize on that.

Rachel Collinson said in her other work she had noticed a trend towards local campaigning, so this paper was vital and it needed to be tested as much as possible. We need to link our campaigns to local issues.

Stephen Carter said we need to tap into local anger, he suggested UD could be a vehicle for connecting people, providing online tools for campaigning and access to training.

Sepi Golzari-Munro said so many local issues are relevant to the written constitution.

iii) Measuring impact - using the transformational index

Rachel Collinson spoke to her transformational index report. We need to measure the progress between the actions we're taking and our ultimate goals.

Lisa French asked when are we going to start measuring this, we need to think about

how we measure specific campaigns. Alex replied that the report had only just been received so had not yet been implemented, but we have already had one example of proliferation. Rachel Collinson said we could measure some aspects retrospectively.

Peter Hirst said it raises our credibility to be able to work with others. Danny Sutton said we need to test the test to see if the proposed metrics were useful in practice.

8. Democratic Brexit

Alex Runswick and Jess Sargeant spoke about the report. There was general support for the report and the need to campaign on the issue. Andrew Blick raised a number of points on the paper. Alex offered to circulate the paper to anyone who would like to read it in full. Other council members raised points about the report and how it may be used in UD's campaigning.

10. AOB and close

Vicky Seddon asked about dates and time of next meeting. Jack Maziels said the next meeting was scheduled for 22nd April but that this could be pushed back to even out the gaps between council meetings. Vicky Seddon suggested the next meeting be moved to June and the one after that to late September.

Alex Runswick and Jack Maizels agreed to circulate some potential dates.

Alex asked whether management board wanted to reschedule the meeting due to take place on Tuesday. It was agreed that it would go ahead as planned.

Vicky asked whether we had appointed a Rodell Director. Ian Driver put himself forward to become a member of Rodell's board.

Jack Maizels proposed that council appoint Ian as Rodell Director.

He was appointed unanimously.

Sepi Golzari-Munro asked if Council could receive Management Board meetings minutes sooner after they had happened. Alex said this would be discussed at management board.

The Meeting was closed.