

# B*i*C EUROPE

## **Interim Board Meeting 22 March 2018 White Hart Hotel, Moreton-in-Marsh**

### **Present:**

Board - Pol Vandervoort, Saskia Ozinga (Treasurer), Marcus Colchester (Chair)  
Staff - Kate Geary, Petra Kjell

### **On dial-in:**

Board - Kris Genovese  
Staff - Nezir Sinani

Apologies: Susanne Breitkopf

### **Agenda**

12:00 - 12:05: Introductions and approval of the agenda

12:05 - 12:15: Board business: Treasurer proposal: nomination of Pol; proposal to appoint Southern Board members;

12:15 - 12:45: Discussion on salary scale including provision of new contracts;

12:45 - 1:15: Discussion on employee handbook

1:15-1:40: Update on finances, including approval of financial review for 2017 and fundraising update. Discussion of current financial procedures and proposal to prepare a full financial policy for approval at next Board meeting

1:40 - 1:55: Update on activities Oct 17-March 18

1:55 - 2:00: AOB

### **1. Introductions and approval of agenda**

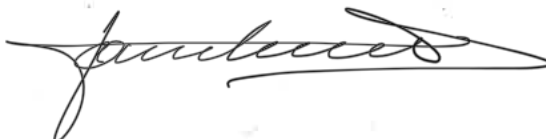
Marcus welcomed everyone. Pol was welcomed as a new member of the Board, and introduced himself. No comments were received on the agenda.

### **2. Board Business**

The last Board minutes were approved earlier. Marcus asked for proposals for a new Treasurer. Saskia proposed Pol, seconded by Marcus. Pol accepted.

**Decision:** The Board appointed Pol as a new Treasurer.

The Board discussed Board membership, including Southern members. Proposals for criteria included geography, age and skill sets. Nezir reminded the Board that the BIC



*Nezir*

Europe status will need to be updated in order to get more than 5 members. Saskia noted that it has to be an odd number.

**Action:** Board composition to be decided in September Board meeting, Board members and staff to share proposals for new Board members in July

*Decision: we will update the statutes as we identify new members. During our September Board meeting we will analyze bios/proposals for potential new board members.*

### 3. Salary scale

Pol summarised the discussion around a matrix outlining outstanding decisions related to the staff handbook, including the salary scale. The Board had a call to discuss the previous week, and further issues were discussed with Kate and Nezir.

The proposed salary scale threshold is one prepared by the Dutch government for. Three scale levels proposed: 8 for administration, 10 for management, 12 for directors, as used by a similar European organisation. A salary threshold needs to be met for Nezir's Blue Card. It was agreed to compare salaries across countries by having as basis the gross salary. Salaries will also be adjusted according to cost of living.

BIC DC increases salaries on yearly basis by 2%. BIC Europe does not agree to have the same principle apply but rather will adjust according to the inflation rate in the country of employment. Salaries will be reviewed for this purpose on annual basis. Saskia asked that any salary increase should be delinked with the performance evaluation process for the staff.

Pol noted that calculating years of experience was not discussed before. The proposal is that one year spent in BIC is equal to a year of experience and one year spent in other organizations in this sector will be calculated as half a year. There will be a cap on years of experience of 13 years.

**Decision:** New salary scale approved by the Board. This decision supersedes the previous decision around salary scale.

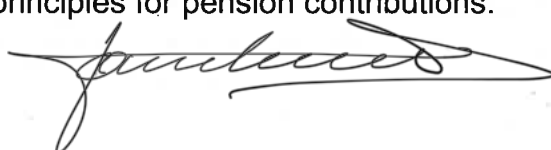
### 4. Employee handbook.

Kate explained the overtime and TOIL principles (see attachment), and clarified that there will be no paid overtime

Kate emphasized that no more than 6 days of TOIL can be built up at any one time and any TOIL needs to be used within 3 months. The Board discussed how TOIL applied to business travel, it was clarified that TOIL follows the same principle.

The proposed 5% flat rate pension contribution was discussed. Statutory pension contribution to be met. 5% is not an additional pension contribution to statutory but includes the statutory. The text proposed needs to be clear to address this. Agreed text reads: "5% pension is not additional to but rather includes statutory pension contributions." The 5% is calculated on the basis of the gross salary.

**Decision:** The Board agreed to the principles for pension contributions.



Nezir

Action: Kate will reword the language in the employee handbook on pension contribution as above.

The Board discussed the proposed 25 working days of leave. It was agreed that 5 days can be carried over into the new year. The carryover needs to be used within four months. Marcus raised the Christmas leave, not as a religious holiday, noting that this is a dead period workwise and could make sense for the organization to close, however, did not object to the proposal.

**Decision:** The Board approved 25 days leave, as proposed.

Public/national holidays were discussed. There are 8 in the UK, but two ways to calculate in the Netherlands. For the Netherlands it was propose to follow 8 public holidays as per the Collective Bargaining Agreement. That makes the two countries equal.

**Decision:** Public holidays in the Netherlands set at 8.

*Decision: 8 days public holidays for both UK and Netherlands agreed.*

Pol raised the probation period, arguing that it is not according to the law as in the Netherlands the maximum probation period is two months. This needs to check with lawyers.

Kate noted that the discussion needs to cover three different things: redundancy, notice and probation. For redundancy, Netherlands statutory one is good and UK is bad. So for UK it is proposed that there will be one week redundancy pay for one year served with BIC Europe. **The proposed** notice period is more than statutory. The reason is that it is fairer on both employer and employee and makes it easier to hire someone new. So the proposal is for two months on both employee and employer after probation period.

Saskia added we need to follow the statutory principle but can have a longer notice period. At FERN it is three months. Marcus clarified that the proposal is to have the probation period of 6 months but employees can demand their statutory rights. Kris noted that the benefits for temporary vs. permanent contracts different. Kate said that temporary contracts are difficult, and therefore permanent contracts are proposed. Pol asked if it is possible to go outside the law. Saskia proposed to check with lawyers.

**Decision:** Proposal on redundancy agreed by the Board

**Action:** Proposed probation and notice period to be checked by lawyers

*Decision: agree to permanent rather than temporary contracts, but include a six month probation period and two months' notice following probation. BUT this must be checked with both UK and Dutch lawyers before we incorporate into our employee handbook.*

Kate outlined the reasoning for the travel business insurance: all employees now have business travel insurance cover provided by BIC Europe. She clarified the proposal for life insurance, noting that the term was used wrongly. It is called death-in-service benefit. BIC and Oxfam provided this. This would be an insurance that would pay a year's or two worth of salary if the employee dies during employment with BIC Europe. This does not mean BIC Europe pays the salary but the insurance company: BIC Europe only pays a monthly



premium to the insurance company. She proposed to check what this costs and then get back to the Board to decide.

Saskia; this is not a normal expense for other organizations.

**Action:** Kate to share information on death-in-service benefits with the Board, including costs, for decision.

Pol noted that office costs need to be spelled out further together with the financial procedures, and costs reimbursed for travel and office costs need to be specified as well as a list of items that we propose reimbursing for and set limits for that too. He asked for a proposal from staff. This can be discussed as part of a more comprehensive proposal that includes the financial procedures and expenses to be reimbursed.

**Action:** Staff handbook point 2.2 needs to be statutory. Point 2.3 needs to be deleted (or a paragraph of it) as identified in the matrix.

Marcus thanked Pol and the staff team for the excellent proposal and work, and asked the staff to outline the proposal on the new contracts for all staff in accordance with the newly approved policy, for a Board decision.

Kate explained that in Petra's current contract we stipulate we will revise the contract after salary scale decision, Kate's contract is temporary and needs to be revised to be permanent, and Nezir's need to be checked by the lawyer in the Netherlands to make sure it is in line with the Dutch law.

**Action:** The Board agreed that there will be new permanent contracts for all staff from April, and for those to be checked by lawyers in the Netherlands and UK accordingly.

### **10 minute break.**

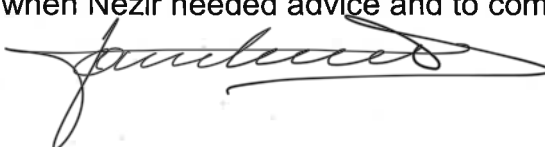
The meeting continued around the Staff Handbook.

Kate explained that there were some further requests from Saskia regarding the handbook. One was for BIC Europe to be clear about its values and ways of working. Staff are having a staff retreat in May and will come up with this piece then. Risk Policy is another one needed. Kate asked Board members to share if they have a similar policy to share as a reference point. It is not urgent but BIC Europe needs one for purposes of working with funders and also to provide employees with an important protection.

**Action:** Saskia to share the Risk Policy of FERN. Staff to present risk policy and values and ways of working document to Board by the next Board meeting.

Kate explained that BIC Europe needs business insurance, in case of employees suing, or taking to employment tribunal for example. Kate has checked this with FERN and FPP on this, but as BIC Europe is Dutch it needs Dutch business insurance. Marcus pointed out that this might be more important as BIC Europe grows.

Kate raised the management line of directors, as the Board needs to decide on this. Kris explained that the Board discussed this over email. Her understanding is that she would not be a line manager but point of contact when Nezir needed advice and to communicate



*Kris*

other things to the full board and to carry out the performance review. Marcus confirmed this understanding.

*Decision: Kris to carry our annual performance review.*

Saskia said that the co-director set up needs to be clarified. A potential funder had questioned the co-director set up. The Board previously decided to not name Kate officially as co-director with the understanding that Nezir and Kate are co-directors. Pol and Kate agreed that there needs to be a rationale behind this, for external audiences.

Pol proposed that it could be explained as the two co-founders of BIC Europe. He also noted that it needs to be clear how the management works and when there's disagreement among them. Initially all staff is reporting to the Board but when BIC Europe grows that might change.

Terms of employment is part 1 of Handbook and should not include everything - especially statutory things. Some of the things could be moved into an informational annex for staff that are hired. Statutory requirements should always prevail. Pol proposed that the Handbook should not form part of the contract.

Kate explained that a lawyer advised to include this language. Language can be changed but the handbook form part of the contract and statutory requirements need to prevail, so the structure needs to be there.

**Action:** Staff will present the Board with a proposal after the staff retreat.

*Decision: Board agrees to re-word introduction to employee handbook but to keep structure.*

## **5. Update on financial situation and fundraising**

Kate presented the Profit/Loss report for January - September 2017, including 3 grants received : OHK1, OHK2, KR Fund.

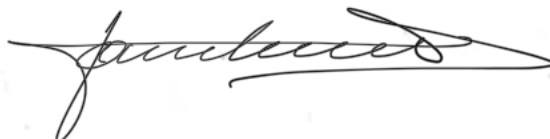
Marcus and Saskia asked that for the future figure needs to be presented on income vs expenditures.

Nezir explained the forecast for 2018 and provided a brief as submitted with the documents for the Board meeting.

Marcus asked staff to look into recruitment in the medium term or when the new grants come in. He congratulated staff on the good work done.

**Decision:** The Board approved having a Financial Review for 2017 accounts and foresees to undergo a full audit for the 2018 accounts, in accordance with BIC Europe statutes.

Kate described the existing financial procedures, noting that the full financial policy is not yet elaborated.



**Action:** BIC Europe staff to provide drafts for Financial Policy, Procurement Policy, and home office costs policy. These drafts will be provided for approval to the Board by the next Board meeting in September.

She explained that BIC Europe has used BIC's financial policy for purposes of operating in the interim until BIC Europe approves its own policies. Kate presented the process as provided with in the Board documents submitted for the meeting (see attachment). The policies will elaborate in greater detail the type of expenses BIC Europe covers and limits, especially for categories that differ from BIC DC policies used until now.

The Board agreed with the proposal. Saskia asked the staff to consider workload. Pol raised the importance to define timelines on when things will be sent for the Board's attention and discussion.

**Action:** staff will prepare three policies (Financial Policy, Procurement Policy, and home office costs policy) in draft before next Board meeting, for approval at Sept Board meeting.

The Board congratulated staff on the fundraising and financial management efforts.

## 6. Activities update Oct 17-March 18

Nezir presented the work activities as submitted with the Board documents.

Marcus asked the staff to in the future try to define more on how much funding is passed on to other partners to show it as an added value to the work that BIC Europe does. The Board congratulated the staff on all the activities achieved.

## 7. AOB

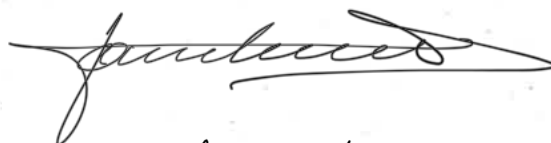
Marcus opened up the discussion around BIC and BIC Europe partnership. Kate explained that the separation process was very amicable. The work has gone smoothly in the process of separation and working together on common issues. Petra's departure from BIC to BIC Europe wasn't very well received.

Saskia asked the staff to consider the support functions needed, rather than content people, as BIC Europe is growing.

The Board congratulated the staff on all the work accomplished. It noted that it had been a great second meeting of BIC Europe. Furthermore, the BIC Europe board continues to have an interest in building relationship with BIC further.

On behalf of the staff, Kate thanked the Board for all the support throughout the separation process and in building BIC Europe.

**Meeting ends**



10 April 2018

Xmas  
10

men!  
BILH  
April 2018