



**TREASURY
EXCELLENCE
AS STANDARD**

STRICTLY PRIVATE & CONFIDENTIAL

**MINUTES OF THE COUNCIL MEETING
HELD AT 2.30PM ON TUESDAY 13 JULY 2021
VIRTUAL MEETING (Microsoft Teams)**

Present:

Agnes Favillier (Chair)	Dino Nicolaidis
Joanna Bonnett	Karlien Porré
Alan Chitty	Caroline Stockmann
Garance Choko	Paul Wilde
Katherine Horrell	

In attendance:

ACT:
Naresh Aggarwal, Associate Director Policy & Technical
Clive Emerson, Chief Financial Officer
Ria Robinson, Director of Membership & Governance
Stephanie Ratcliffe, Ass. Company Secretary (mins)

Underlined sections to be removed and marked 'confidential' before posting on website (member access only)

1.	<p>Apologies for absence – were received from Rob Alexander, Thomas Davies, Courtney Huggins, Simon Neville, Pete Hahn. Katherine Horrell will need to leave the meeting for about 30mins at 4pm.</p> <p>RR asked all those present on the call if they were happy for the meeting to be recorded to assist with the production of the minutes. There were no objections, and the meeting was recorded.</p>
2.	<p>Potential conflicts of interest</p> <p>a) ACT (Administration) Ltd directors (standing statement) – the standard statement set out in the agenda was noted.</p> <p>b) Any other potential conflicts – Council Members to declare, if any. There were none.</p>
3.	<p>Minutes</p> <p>a) Council meeting 25 March 2021 – the minutes were approved as an accurate record of that meeting.</p>
4.	<p>Matters arising (RR) – noted.</p>
5.	<p>Chief Executive's report (CAS) AF thanked CAS for the detailed and comprehensive report.</p> <p>AF, on behalf of Council, congratulated the team on the success of ACTAC and noted the very positive data included in the event analysis circulated.</p> <p>The paper was taken as read.</p> <p>CAS highlighted the following points:</p> <ul style="list-style-type: none">• the DotY event was a great success, we received very positive feedback from treasurers and the quality of nominations was excellent. It was very encouraging to see people networking on the platform and engaging with each other on current issues and topics. <i>Confidential</i>• we have decided not to go ahead with a virtual NOT the Annual Dinner in November. <i>Confidential</i> <p>Comments:</p> <ul style="list-style-type: none">• <i>Confidential</i>

	<ul style="list-style-type: none"> • JB: now starting to see some bank invitations for face-to-face activity e.g. lunches etc, so it is important to be mindful of what is happening in the external market • <u>Confidential</u> • PW: fully support not holding a virtual Annual Dinner this year. <u>Confidential</u> • <u>Confidential</u> • We will probably move CertT assessment to on-demand (currently three sittings per year) which will enable students to move more quickly through the five units • JB: at Page we are seeing, industry-wide, a huge churn in the recruitment market as people now start to move jobs after the pandemic and there is less investment in training as a result • CAS: this is very relevant and we have seen a change in 50% of the FTSE20 non-financial treasurers in the last 12 months. There is also the continuing trend of younger people moving jobs after a couple of years • PW: good news Diploma numbers have increased and expect apprenticeships will also lead to an increase in membership and long-term revenue streams. <u>Confidential</u>
6.	<p>Strategic update: Policy & Technical – (Naresh Aggarwal, Associate Director – P&T)</p> <p>AF welcomed NA to the meeting and thanked him for the comprehensive paper. The paper was taken as read. It posed two questions for Council to feedback on:</p> <ul style="list-style-type: none"> • in what areas should the P&T team do more or less, or is the balance right? • what specific topics should P&T focus on to demonstrate ‘relevance’? <p>NA highlighted some of the team’s achievements:</p> <ul style="list-style-type: none"> • the team has supported ACT ‘relevance’ and pushed our agenda into the official sector. This was demonstrated by the high quality of guest speakers at ACTAC including Andrew Bailey, Governor of BoE and Sarah Breeden, Executive Director at BoE. Loss of relevance is a top risk item on the dashboard (item 7) and the work of P&T is a significant mitigating factor • the team continues to build strong connections with other organisations and corporates, and CAS has contributed significantly, including helping to increase media attention. <p>NA presented a slide (copy attached), showing the wide range of current topics and different organisations the team engages and shares knowledge with (i.e. corporate treasurers, banks, policy makers, regulators).</p> <p>Comments</p> <ul style="list-style-type: none"> • KH: P&T work is very important and represents a constituency which otherwise would be unrepresented. How are you finding engagement/traction? Are people focusing on macro issues? • NA: getting the right kind of engagement is always a challenge but we are not just going to the people we know. We reach out to treasurers across the broader population • AF: are there opportunities to increase our international reach? Would this benefit the ACT, or is it better to focus on the UK for now? • NA: most organisations are global rather than UK-based and it’s important to hear a wide range of views. There is always more we can do but we have leveraged our international contacts e.g. EACT, international input into ACTAC etc, and the virtual world has proved the value of this engagement as we need to ensure we are relevant across jurisdictions. We are mindful of the challenges faced with the many international legal implications and regulations in place (e.g. LIBOR/Brexit). Cash management in particular lends itself to being broader, more international • DN: very helpful and comprehensive paper. Can we think about how we can get more with limited resources? Could we look at members or member firms who do a lot of research and organise regular meetings to share/get back information e.g. on Brexit, ESG, digital and cybercrime? • NA: good idea and fits in with existing thoughts for roundtable discussions where we plan to have conversations around some more technical areas • PW: the COVID-19 roundtable discussions worked very well and were well-received • KH: useful to be able to contact P&T team to get quick feedback • NA: previously promoted technical helpline for members but it was very resource-intensive. The Treasury Forum which has about 120 to 150 members signed up is a good way to get responses and feedback on market conditions and specific topics • KH: may have fallen off the list so good reminder to check and get involved. <p>AF thanked NA for the paper and good discussion at the meeting.</p>
7.	<p>Risk Management: top risks dashboard and horizon scanning (CE)</p>

	<p>Council noted the item had been addressed in detail at ARAC on 24 June and that the discussion was well documented in the attached summary and ARAC minutes.</p> <p>CE highlighted the main points, as discussed with ARAC:</p> <ul style="list-style-type: none"> • overlying the detailed discussions at SLT and ARAC is the hopeful return to physical events and strong membership renewals • a new risk (no. 9) 'system obsolescence' (CRM and LMS) has been added to the register, which is a particular concern to SLT and we will return to it at item 9 • horizon scanning – both SLT and ARAC discussed cybercrime which is constantly under review. We acknowledge the risk but we do not consider it to be a top risk given the mitigations in place. A detailed review of IT controls is undertaken annually and this will be reviewed by ARAC at their next meeting. Financial risks – <u>Confidential</u> • There is no separate item for financial risk but, where relevant, these are captured in each of the top risks.
8.	<p>CFO's report (CE)</p> <p>a) Latest management accounts – the finance report for May 2021 was circulated by email on 22 June</p> <p>CE noted:</p> <ul style="list-style-type: none"> • <u>Confidential</u> • June figures are currently being worked on and will include results from ACTAC. These are expected to be ready by end July. <u>Confidential</u> <p>b) MI pack for quarter ended March 2021 - circulated by email 16 June</p> <p>CE: improvements are underway to ensure the MI pack is more useful, includes a clearer narrative and links into the financials. It is currently very detailed which can increase the risk of error. Council feedback on further improvements to the pack is very welcome.</p> <p>c) Forecast for the year ending 31 December 2021</p> <ul style="list-style-type: none"> • <u>Confidential</u>
9.	<p>CRM update and proposal (CE)</p> <p>The paper was taken as read. This was provided for information at this stage.</p> <p>CE: the CRM decision is closely related to forecast discussions so makes sense to defer any decision. If there is anything we can do in the meantime to help Council make a risk-based judgement (weighing up the costs against the risk to the ACT of running with old, unsupported systems), please do let us know.</p>
10.	<p>ARAC's report to Council (PW)</p> <p>a) Council co-option (CAS/RR)</p> <p>At its meeting on 24 June, ARAC had considered the Executive's proposal on Council co-option and noted that the two-year term of two of the current four co-opted members is due to end on 31 August 2021. ARAC agreed that the skills and experience both members bring to Council is still highly valuable and relevant to the ACT and had recommended the reappointment of Thomas Davies and Pete Hahn, for a further two-year term, subject to their agreement.</p> <p>Council noted that the purpose of co-opted members is to bring to Council skills and experiences which may be different from those of elected members/treasurers. The next skills gap review is due at the end of the year, and for now ARAC has not identified any new skills requirements.</p> <p>CAS advised that following the ARAC meeting:</p> <ul style="list-style-type: none"> • Pete Hahn has accepted the offer to stand for another two-year term • Thomas Davies has declined the offer to stand for another two-year term, due to work pressures, but is happy to continue to engage, as much as time permits, with the ACT. In view of Thomas Davies' decision to step down, feedback on any suggestions for Council co-option would be very welcome. <p>PW: noted that TD's profile of digital and entrepreneurial skills was still highly desirable for Council.</p>

	<p>KH: professional NED skills are really valuable and with Charlotte Morgan having left Council recently, should we look to replace this experience?</p> <p>CAS: yes, NED skills are very useful but we already have others with that experience, including PH and GC.</p> <p>Conclusion: Council approved the recommendation to reappoint Pete Hahn as a co-opted member for a further two-year term.</p> <p>ACTION: Executive and Council to think about suggestions for a co-opted member of Council to replace TD.</p> <p>b) ARAC terms of reference and succession planning (RR)</p> <p>Terms of Reference</p> <p>RR explained the proposed amendment to the ARAC ToR Appointment section to reflect the new process adopted last year for identifying ARAC's recommendation to Council for the appointment for the next Vice President (or other Officers, if required). The process used last year worked very well and was well received by both ARAC, Council and the individuals concerned.</p> <p>Council approved the amendment to the ToR, as set out in the paper.</p> <p>ARAC Succession Planning</p> <p>For information – ACTION: will bring back to Council for approval when new members of ARAC are identified.</p> <p>c) Disciplinary matters (RR)</p> <p>RR: there are no new cases. RR thanked Council for responding so quickly to a previous disciplinary matter concerning a proposed expulsion from ACT membership.</p> <p>d) Other items – see minutes of ARAC meeting 24 June at item 11(i) – noted.</p>
11.	<p>Committee and panel meeting notes: all noted for information</p> <ul style="list-style-type: none"> i) ARAC – 24 June 2021 ii) Future Leaders in Treasury – 17 May 2021 iii) Policy & Technical Advisory Panel – 28 April 2021 iv) East Africa Advisory Panel – 20 April 2021 and 7 June 2021 v) Asia Advisory Panel – 18 March and 8 June 2021 vi) Middle East Advisory Panel – 16 March and 8 June 2021 vii) Membership Advisory Panel – 3 March 2021 and 9 June 2021
12.	<p>Any other business - none</p> <p>The recording of the meeting was stopped.</p>
13.	<p>Next meeting (taking place virtually)</p> <ul style="list-style-type: none"> • Council call: Thursday 29 July 2021 8.00-9.00 • Council meeting: Wednesday 22 September 2021 14.30 to 17.30
14.	<p>Closed sessions – not minuted</p> <p>CAS noted that all Council members, including co-opted members, should attend the closed sessions.</p> <ul style="list-style-type: none"> i) Council and Chief Executive only ii) Council and Chief Executive but excluding any conflicted members of Council (if any) iii) Council only