



Minutes of a meeting of the Karten Network Board of Directors

10.30am-12.30pm, Thursday 7th July 2022

Remote Meeting – Microsoft Teams

Directors present:

- Arwyn Jones (Chair)
- Rohan Slaughter (Vice-Chair)
- Max Bianconi
- David Finch

Staff present:

- Dawn Green
- Liz Howarth
- Martin Pistorius

Also present:

- David Webster
- Sal Cooke

Apologies:

- Robert Boyce
- Paul Doyle

1. Apologies

- Directors resolved to conduct the meeting using Microsoft Teams. Apologies were noted as above.

2. Declarations of Business Interests

- There were no interests declared.

3. Minutes of the last meeting

- The minutes were approved as a true record of the last meeting by those present.

4. Matters arising

- It was noted that matters arising had either already been dealt with or would be covered as part of the agenda.

Items for discussion/decision/approval

5. Presentation from David Webster, prospective Director

- David Webster, who has had conversations with Dawn around joining the board as a Director, gave a short presentation regarding his background. David is the Service Development Manager at St Helen's CDP.

6. Conversion to charitable entity progress and next steps

- Directors were asked to make a series of decisions regarding the conversion of the Karten Network to a charitable entity. It was noted that Dawn, Arwyn and Rowan had met on a few occasions and had continued to work with BDB Pitmans Solicitors (with legal fees funded by the Trust).
- It was noted that we are now at a point where we have draft articles (with Directors were in possession of), which the subgroup has scrutinised in detail and has worked on with the solicitors. The subgroup is content they are fit for purpose in the short term but also that they are future proof taking into account any additional activities we want to take on going forward.
- Dawn highlighted that some language used might make Directors somewhat uncomfortable, but that this had been included on the strong advice of the solicitors, and it was noted that these were simply legal terms. Directors were reassured the language used does not affect what the Network does in any way.
- If the articles are approved, a written resolution from Directors is needed to approve the articles and the proposed name change, from Karten Network Limited to Karten Network as a charity.
- Dawn noted that she would circulate a written resolution for Directors to sign after the meeting.
- There will then be additional paperwork to sign to deal with points such as Directors becoming Trustees, and forms for companies house. There was also further work to be done on the draft application form.
- Arwyn noted that Anthony Davis, Karten Trust Chair, had been updated. We have drafted the articles in a way which draws a clear distinction between what the Trust does in holding the monies and making the decisions on where to make investments, and the Network being there to facilitate a peer Network. The financial decisions are being made by the Trust, not the Network. If there was an application for a Centre that a particular trustee was linked to, then the trustee in question would be asked to excuse themselves from that discussion.
- It was noted that, as previously discussed, a more formal grant agreement between the Network and the Trust would need to be drafted. This does not need to be lengthy or complicated.
- Directors were given the opportunity to ask questions or make comments. David made the point that there would now be the

opportunity for the Karten Network to raise money via fundraising, as a charity. It was agreed this was not something that could be done immediately, but could be considered further down the line, and that at a future meeting there would need to be a discussion about this, perhaps in the context of a three to five year financial strategy.

- Rohan raised the point that at some point a discussion would need to happen about actions after the Nuvoic project is complete. Research council funding was floated as a possibility.
- The resolution on the name change to Karten Network was passed by Directors.
- The articles were also approved by Directors.

7. 2022-2023 Ian Karten Charitable Trust budget

- It was noted that a more formalised process had been put in process whereby a budget was submitted to the Trust before their year-end, for the following year. A similar amount of financial support as this year was being asked for, but it was noted there was likely to be an underspend from this year.
- It was noted that pressure on Trust funding meant that distribution to Centres had been less than in previous years. To maintain engagement, we need visibility, and Dawn felt that we were now at a point where that engagement needs to take place in person. Therefore, more budget would be spent on in-person visits than it had been of late due to the pandemic.
- It was noted that Debbie Ben-Tal's freelance agreement should perhaps be revisited so that it reflected her current availability.
- It was agreed that Arwyn would take the budget to Anthony Davis for approval by the Trust.

8. Nuvoic project update and post project opportunities

- Liz gave a brief verbal update to accompany her written report.
- The focus is currently on recruitment; they are moving away from testing, having received lots of useful feedback. They are now trying to recruit people to donate speech recordings through Voiceltt's Project Ensemble. Currently, 30% of the target being aimed for has been met, but they are still keen to recruit more participants.
- Liz was thanked for her work.
- Dawn gave an overview of post-Nuvoic opportunities, for example the project with the University of Loughborough, other academic partners across Europe, and possibly organisations such as Policy Connect. Rohan flagged that over the summer he would also spend some time looking at the UKRI and EPSRC funding calls. It was generally agreed

that we should be looking at working in partnership with lead organisations, given the administrative burden of being lead partner.

- Directors were asked to share any potential opportunities.

Items for information

9. KN Ltd 2020-2021 and Nuvoic expenditure to date

- These papers were taken as read by Directors.

10. 2021 Strategic and Operational Plan update

- Dawn gave an update on the Lifetime Achievement Awards, which were progressing.
- It was noted that some elements were Amber simply because no more applications from Centres could be considered until March 2023.
- There were no further comments on this agenda item.

11. Karten Network Development Co-ordinator update

- This paper was largely taken as read by Directors, although David raised the point that it would be helpful to see material directly from centres. Max agreed that he would be happy to prepare something for the next meeting.

12. Technology Adviser update

- Martin flagged that he had passed one of the modules for the Microsoft Certified Professional training qualification and was congratulated by Directors.

13. Israel Karten Centres update and presentation from ONO Academic College

- Directors viewed a presentation from ONO Academic College. This would also be distributed as a link after the meeting.
- David Webster left the meeting at this point.

14. Any other relevant business

- Directors agreed to appoint David Webster as a new Director.