

## Local Trust board meeting minutes, decisions and actions

20 March 2013

Unit 5, Angel Gate, 320-326 City Road, London, EC1V 2P

Discussion and decision	Action
<p><b>1. Present</b></p> <p><b>Trustees</b></p> <p>Mick Hamilton (chair), Kathryn Kane, Ben Lee, Peter Mills, Cliff Prior, Andrew Robinson, Alison Seabrooke, Kevin Sugrue, Jonathan Taylor, John Whitton</p> <p><b>Non-trustees</b></p> <p>Peter Thurston (Big Local Trust protector)</p> <p>Debbie Ladds, Sally Rawlings, Simrit Sandhu, Mark Breen (Local Trust)</p> <p>Niamh Goggin (Small Change)</p>	
<p><b>2. Apologies for absence</b></p> <p><b>Trustees</b></p> <p>Penny Shepherd</p>	
<p><b>3. Conflicts of interest</b></p> <p>Mick Hamilton: trustee, CDF (delivery partner, Big Local)</p> <p>Cliff Prior: chief executive, UnLtd (funding and delivery partner, Big Local)</p> <p>Andrew Robinson: director, CCLA (fund manager, Big Local Trust) and trustee, CDF (delivery partner, Big Local)</p> <p>Alison Seabrooke: chief executive, CDF (delivery partner, Big Local)</p> <p>John Whitton: member of Rudheath and Witton Big Local area partnership.</p>	
<p><b>4. Minutes of last meeting and matters arising</b></p> <p>The board were asked to agree the minutes of the meeting on 19 December 2012 as an accurate record.</p>	

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<p><b>Decision:</b> The board agreed the minutes of the meeting on 19 December 2012 as an accurate record.</p> <p>The board expressed their thanks to Debbie and the team for being awarded £17,464,758 by BIG to meet the requirements of Big Local's stretched 15 year delivery.</p> <p>The board noted progress on matters arising not covered by this agenda.</p>	
<p><b>5. Big Local update</b></p> <p><b>5.1</b> The board received the delivery report. Sally particularly highlighted the evaluation proposal from the School for Public Health Research (SPHR) and recent communications success particularly around the launch of Big Local areas in December 2012. Sally also referred to the successful spring event held in Little Hulton on 19 March.</p> <p>The board asked Sally to review the possibility of reporting by exception at each meeting so the board saw success and could learn lessons from difficulties.</p> <p>The board encouraged a focus on local economies and everything related to that so areas focused on sustainability now.</p>	<p>Sally to review the possibility of also reporting by exception.</p> <p>Team to continue to focus on local economies and sustainability with areas and reps.</p>
<p><b>5.2</b> The board received papers from Niamh and Debbie setting out how Local Trust could support Big Local areas with social investment; in a very innovative and local way. The board were asked to:</p> <ul style="list-style-type: none"> <li>• agree that when working with credit unions our preferred approach is for non-deferred shares with dividend (corporate deposit)</li> <li>• agree that when working with CDFIs our preferred approach is for either withdraw able share capital of up to £20,000 for CDFIs which are Industrial and Provident Societies and / or senior or subordinated loans for those that have other legal structures</li> <li>• agree to explore with our solicitors the option of Local Trust, as the corporate trustee of Big Local Trust, holding the accounts on behalf of Big Local areas until a decision is made by the Big Local partnership as to which organisation to transfer any remaining funds to.</li> </ul> <p>The board asked the team to explore the potential risks and how they would be managed.</p> <p>It was suggested that a default disposal power be included in any</p>	<p>Debbie / Niamh to complete a risk assessment.</p>

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<p>agreements so that towards the end of Big Local if areas cannot decide what happens to any social investment, Local Trust has the ability to make a decision in line with the trust deed. It was also agreed that we need to avoid displacement of other funding; to gain as much protection for the funding as we can; ensure appropriate due diligence before making any investment and that we continue to engage with others working in this field to develop community based social investment.</p> <p><b>Decision:</b> The board agreed all three recommendations.</p>	<p>Debbie / Niamh to progress this.</p>
<p><b>6. Financial update</b></p> <p><b>6.1 Current budget</b></p> <p>Simrit outlined the budget update and asked the board to:</p> <ul style="list-style-type: none"> <li>• approve the 2013/14 budget</li> <li>• approve the 15 year indicative budget and review it annually</li> </ul> <p><b>Decision:</b> The board agreed both the 2013/14 budget and the 15 year indicative budget with an annual review.</p> <p>The board agreed budget monitoring reports need to include meaningful explanations for variations/re-forecasting, including the use of graphics, so that the figures can be brought to life and aid strategic decision making.</p>	<p>Simrit to progress this with the new sub-committee</p>
<p><b>6.2 Financial controls</b></p> <p>Simrit outlined the main issues in the financial controls report and asked the board to:</p> <ul style="list-style-type: none"> <li>• decide whether to form an audit sub-group</li> <li>• decide how the review of the fund managers will be carried out before 13 May 2013</li> <li>• agree to the corporate credit card limits being raised until July 2013</li> </ul> <p><b>Decision:</b> The board agreed to form sub committees for finance and audit and also investment.</p> <p><b>Decision:</b> The board agreed that the new investment sub-committee will review CCLA as the fund managers.</p> <p><b>Decision:</b> Trustees agreed that the corporate credit card limits should be increased to the levels set out in the financial controls paper, but with no end date.</p>	<p>Debbie to draw up terms of reference. Trustees to volunteer to be members of sub-committees.</p> <p>Review of fund managers to occur by 13 May 2013.</p> <p>Simrit to increase credit card limits.</p>

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<p><b>7. Governance</b></p> <p>The board received a governance update and discussed key matters requiring a decision.</p> <p><b>Decision:</b> subject to BIG being comfortable with the approach, the board agreed that a joint employment clause be inserted into staff employment contracts and used for existing and new staff of Local Trust.</p> <p><b>Decision:</b> The chair asked some of the non-conflicted board members to review the proposed approach to the delivery review with Debbie and Sally and action an appropriate review.</p> <p><b>Decision:</b> The board decided not to purchase trustee indemnity insurance following further advice on costs and usefulness.</p> <p><b>Decision:</b> The board agreed to extend board meetings by one hour so they start at 2pm and finish at 5pm, meetings will continue to be quarterly. It was agreed to have a longer, strategic meeting to discuss Local Trust / Big Local and future, emerging themes and maybe to invite presentations.</p> <p>Cliff provided notice that he will be standing down in November 2013, having served two years. He was thanked for the advance notice, which enables a new non-conflicted trustee to be recruited with expertise in support for social and community entrepreneurs.</p>	<p>Debbie to check with BIG and if appropriate then amend staff contracts.</p> <p>Some non-conflicted board members to support the staff team with the delivery review.</p> <p>Debbie to review meeting pattern, including sub-committee meetings and propose dates.</p> <p>Debbie to plan recruitment process.</p>
<p><b>10. Dates of future meetings (2-5pm)</b></p> <p>10 July 2013</p> <p>25 September 2013</p> <p>11 December 2013</p> <p>19 March 2014</p>	<p>All to note extended duration of board meetings.</p>

*Kwini Angue, Chair (wef 10/07/2013)*

*1st August 2013*