

# Local Trust board meeting minutes, decisions and actions

21 March 2019

Meeting room D, 5th floor

CAN Mezzanine, 7-14 Great Dover Street, London SE1 4YR at 2pm

Discussion and decision	Action
<p><b>Present</b></p> <p><b>Trustees</b></p> <p>Kevin Sugrue (chair), Sahil Khan, Ben Lee, Jeannette Lichner, Karen Mellanby, Peter Mills, Nicola Pollock, Bob Thust and Rich Wilson</p> <p><b>Non-trustees</b></p> <p>Margaret Bolton, Jayne Entwistle, Nicola Hutcheson, Matt Leach, Verity Soons (minutes) (Local Trust) and Jessica Wenban-Smith</p>	
<p><b>1. Welcome and Introduction and Apologies</b></p> <p>The chair welcomed trustees and staff to the meeting.</p> <p>The Board noted that since the last meeting, papers had been reduced as much as the agenda would allow but were still substantial. The executive should continue to work to reduce the paper load on trustees wherever possible.</p> <p>Apologies were received from David Warner and John Whitton</p>	
<p><b>2. Declarations of interest</b></p> <p>Peter Mills, owner, Brand Ethos (commissioned by UnLtd, delivery partners for Big Local)</p>	
<p><b>3. Minutes of last meetings and matters arising</b></p> <p>The minutes of the meeting of 15 November 2018 were <b>agreed</b> as an accurate record subject to paragraph numbering corrections on page 2.</p> <p>The update on actions from the last meeting was reviewed; it was noted that all were being actioned or formed part of the agenda for the meeting.</p>	

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<p><b>4. Subcommittee minutes</b></p> <p>4.1. The minutes of the audit and risk committee of 23 October 2018 were presented for information and noted.</p> <ul style="list-style-type: none"> <li>• The Board queried if the area assessment tool briefing would be available to all Board members and this was confirmed.</li> <li>• The Board noted that delegation of risk management to committees was working well.</li> </ul> <p>4.2. The minutes of the finance and investment committee of 27 February 2019 were presented for information and noted with no further comments.</p> <p>4.3. The minutes of the programme delivery committee of 4 March 2019 were presented for information and noted.</p> <ul style="list-style-type: none"> <li>• The Board noted that these minutes had not yet been formally approved and would be marked draft until signed off at the next committee meeting</li> <li>• It was noted that transition of rep management was imminent and that an update was provided in the CEO report at item 5.</li> </ul> <p>4.4. The minutes of the nominations committee of 12 March 2019 were presented for information and noted.</p> <ul style="list-style-type: none"> <li>• A spelling error was raised which would be corrected ahead of the next committee meeting.</li> </ul>	<p>Board members would be invited to area assessment tool briefing</p> <p>VS make amends to programme committee and noms committee minutes</p>
<p><b>5. Chief Executive's Report</b></p> <p>Matt Leach introduced the report which was noted by the Board.</p> <p>Jayne Entwistle provided the Board with an oral update on the rep management transition and retendering exercise, noting:</p> <ul style="list-style-type: none"> <li>• The retendering exercise had resulted in 20 of the current 57 reps leaving the pool - 10 had chosen not to continue and 10 were unsuccessful in the process.</li> <li>• There would be no change in rep for 115 of the 150 areas. The remaining 35 areas would see a change of rep over the next 12 months as assignments came to an end.</li> </ul> <p><i>Karen Mellanby joined the meeting</i></p> <ul style="list-style-type: none"> <li>• Overall, news had been received without major expressions of concern. Six letters had been received from areas raising queries about the replacement of reps. These were being responded to with a full explanation of the reasons for the change and – where the rep was changing - the process going forward.</li> <li>• The issue of diversity and representation of communities within the rep pool was being explored ahead of recruitment of new members of the rep pool.</li> </ul>	<p>Trustees would be invited to attend reps' day once a year (Oct 2019) to have a</p>

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<ul style="list-style-type: none"> <li>• The handover with Renaisi had been smooth. Two new programme assistants and a finance assistant had been recruited to support rep management going forward, as responsibilities transferred from Renaisi to Local Trust.</li> </ul> <p>The Board noted the update and the CEO report and commented/discussed;</p> <ul style="list-style-type: none"> <li>• Further opportunities to interact with reps and understand how they work and issues they face would be welcomed.</li> <li>• Trustees would like to see information/data demonstrating reps’ views of what was happening in areas. It was noted that whilst this could possibly be sampled from quarterly reporting, it would be a challenge to provide meaningful, comparable, data given the scale of variation across areas.</li> <li>• The visit reports were interesting and a useful insight into multiple areas and the new Board paper software would make them more accessible to trustees; some trustees asked that authors of these reports could, in drafting the reports, have an eye for how trustees might be able to draw insights and conclusions to inform their own discussions.</li> </ul> <p>A report was tabled which detailed initial findings from a piece of work to scope out interest in a possible Inquiry on policy relating to ‘Left Behind’ areas.</p> <p>Margaret and Matt shared their thoughts on the report noting that there was a general consensus around the need to more effectively articulate a shared vision on this subject across government and other organisations. Trustees welcomed the report, but expressed concern that no decisions on any Inquiry should be made until it was clear what the terms of reference might be – whilst the interim report was positive, it might simply reflect the propensity of many of the people surveyed to say “yes” to any new initiatives of this sort, rather than any real enthusiasm for what was proposed.</p> <p>Given its potential links to any Inquiry, the board asked that the presentation on the first outputs from the work with OCSI (“Developing a measure of “left behind” areas) be moved up the agenda from item 10 as it had potential to inform some considerations for next steps on any inquiry. This was agreed and Matt presented the information to the board.</p> <p>The board received the presentation with great interest and discussed the findings; noting that 16 big local areas were classified as ‘left behind’ areas based on several indicators. Next steps for the work would include a revised report with further insights on the data. This would be available in two to three months, and a narrative would be developed with some consideration given to use of language – particularly the phrase ‘left behind’. The board was both impressed and enthused by this research exercise and keen to see the development of this data to inform the narrative for these communities and to develop a better understanding and shared sense of the problem.</p>	<p>session with reps.</p> <p>JE would explore options for sharing samples from reps qtrly reports.</p> <p>The board would revisit the next iteration of the OCSI report in June if available</p>

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<p>Other areas of interest to explore in the data might include links to voting information and to public sector spend in areas such as crime prevention or healthcare.</p> <p>The board <b>agreed</b> for the scoping work to continue gathering information from stakeholders and for additional preparatory work on the Inquiry to be developed in the most appropriate way judged by senior management. Matt noted that this interim report presented to trustees formed part of the scoping process – it drew no conclusions at present, neither did it suggest any specific approaches to the design or delivery of an Inquiry. Trustees would have a further opportunity to discuss ways forward during 2019-20.</p>	
<p><b>6. Performance, risk and finance and investment reports</b></p> <p><b>6.1. Local Trust business plan monitoring to March 2019</b></p> <p>The Board noted the report.</p> <p><b>6.2. Big Local Trust management accounts to 31 December 2018</b></p> <p>The Board noted the report.</p> <p><b>6.3. Local Trust management accounts to 31 December 2018</b></p> <p>The Board noted the report.</p> <p><b>6.4. Big Local Trust investment report to 31 December 2018</b></p> <p>Nicola Hutcheson highlighted that the report showed negative returns on investment to 31 December 2018 but that the two months since had shown positive returns.</p> <p>The Board noted the report.</p> <p><b>6.5. Local Trust investment report to 31 December 2018</b></p> <p>The Board noted the report.</p> <p><b>6.6. Risk register as at 21 March 2019</b></p> <p>The Board noted the report.</p> <p>The board felt that the finance and investment reports, whilst clear and insightful, were still too long and asked that consideration be given to the amount of information that the board needed to be provided with, given the scrutiny and assurance that the finance and investment committee provided. The traffic light reports were a useful representation of information. The board acknowledged that there was a level of information that it needed to receive and scrutinise in order to fulfil its fiduciary responsibilities, but asked that the extent, nature and format of future reports be given further consideration.</p>	<p>NH/NP to explore options for future reporting to board.</p>

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<p><b>7. Equality and Diversity</b></p> <p>A paper was tabled at the meeting which updated the draft circulated to Board in advance, correcting some issues of formatting and grammar. The substantive content remained the same.</p> <p>Matt introduced the paper and gave a brief overview of how it had been developed and noted that further work on equality and diversity would be taken forward throughout the year.</p> <p>The board considered the statement and policy and the following key points were discussed;</p> <ul style="list-style-type: none"> <li>• the monitoring of contractors and 3<sup>rd</sup> parties was raised, and it was noted that a requirement to comply with the policy would be detailed within tenders and contractual arrangements.</li> <li>• how the policy would be used and monitored was raised. There would be regular temperature checks to ensure that the policy was being upheld.</li> <li>• how staff could raise a concern without going to a grievance procedure was raised – it was noted that there appeared to be no problem with staff currently feeling able to raise concerns when needed through management channels.</li> </ul> <p>The board <b>agreed</b>;</p> <ul style="list-style-type: none"> <li>• In a future iteration it would be useful to reference governance of the organisation within the purpose section and have a statement of commitment from the board.</li> <li>• Some adjustment of language was needed throughout the policy to further define diversity and inclusivity and ensure clarification and consistency.</li> </ul>	<p>ML would consider where an annual review/ reflection would fit with board business and through which committee, if any, it was reviewed in advance</p> <p>The policy would be reconsidered in line with comment made and re-submitted via the audit committee.</p>
<p><b>8. Business Plan and Budget</b></p> <p><b>8.1. Business Plan 2019-20</b></p> <p>Matt Leach introduced the report and the approach taken to define the business plan for the next 12 months whilst consideration was given to the longer-term business plan to deliver to 2026.</p> <p>The board considered the business plan and key points raised/discussed were as follows;</p> <ul style="list-style-type: none"> <li>• The what/why/how approach, whilst seen as a useful approach for the executive in the interim and for the 2019-20 business plan, should be reconsidered for the longer-term plan to 2026, as should the communications strategy.</li> <li>• The board noted that the what/why/how approach would support the team to communicate the aims of the programme to a range of audiences.</li> </ul>	

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<ul style="list-style-type: none"> <li>• The statement of purpose was intended as an interim draft to take us through the coming year; significant revisions would be possible during development of the 5/6-year strategic plan.</li> <li>• The strategic objectives stated under the ‘how’ section might need further amendment at that point but would be an interesting driver and consideration to shape future board discussions and reflections.</li> <li>• It was noted that over the next 12 months or so the organisation would be developing its strategic thinking further through structured discussions at the next 3-4 board meetings.</li> <li>• There was no specific mention of budget/funding responsibility and management within the delivery priorities, but it was noted that this would fall into financial targets incorporated into statement B which referenced internal systems, processes and ways of working.</li> <li>• The ways of working were discussed and it was noted that these had been based on previous iterations of the business plan; again, if necessary, they could be returned to in the context of discussion of the 2020-26 strategic plan</li> <li>• The potential for a stronger reflection (within our ways of working) of Local Trust’s position as an influencer or advocator in the sector was discussed. This was noted by the executive and the board were reminded that Local Trust was not positioned as a campaigning organisation.</li> <li>• The business plan had been developed in line with current levels of resource and it was not expected that resources would need to be increased to deliver the plan aside from occasional specialist consultants/advice as required.</li> <li>• Measurement of success was detailed as a mixture of outputs and outcomes. This was reflective of the lack of hard metrics available to measure impact due to the nature of the programme.</li> </ul> <p>The board <b>agreed</b>;</p> <ul style="list-style-type: none"> <li>• the general approach to the plan.</li> <li>• the statement of belief would be amended to read “There is a need to put power, resources and decision-making into the hands of local communities to enable them to transform and improve their lives and the places in which they live”.</li> <li>• Matt would take additional comments from the board offline re the statement of belief and statement of purpose and circulate a revised draft if necessary, in the light of those comments.</li> <li>• The three strategic objectives; and noted that consideration would be given to how these are taken forward over the next year, including future reporting to the board.</li> </ul> <p><b>8.2. Big Local Trust budget and cashflow to 2027</b></p> <p>The board noted a tabled paper detailing Big Local Trust budget for 2019-20.</p>	

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<p>The board noted that this report had been discussed thoroughly and in detail at the finance and investment committee in February 2019 and was based on review of the last year's budget with appropriate adjustments. It included a 2.1% cost of living increase for staff.</p> <p>The board <b>accepted</b> the revised Big Local Trust forward budget and cashflow; including the 2019-20 budget and noted the key points raised in the paper.</p> <p><b>8.3. Local Trust budget and cashflow to 2027</b></p> <p>The board noted that this report had been discussed thoroughly and in detail at the finance and investment committee in February 2019 and was based on review of the last year's budget with appropriate adjustments.</p> <p>The board <b>accepted</b> the revised Local Trust forward budget and cashflow; including the 2019-20 budget.</p>	
<p><b>9. Awayday follow-up; new ways of working</b></p> <p>The board considered the paper which set out suggested ways forward to address key conclusions and actions generated at the away day in January.</p> <p>The board <b>accepted</b> the responses as detailed in the paper which would be actioned accordingly and the forward workplan for the board would be updated.</p> <p>A paper on the area assessment tool would be presented to the Board in June following discussion at the programme committee. Going forward the programme committee would consider what areas of interest might benefit from further presentation/discussion at the board to support engagement with the programme.</p> <p>The board <b>agreed</b> that committee membership should be refreshed annually but chairs should remain in place for a further year for the sake of stability and continuity) and the Chair of the board would make recommendations for revised committee membership at the board meeting in June after discussions with individual board members.</p> <p>The board noted that a new CRM system was being implemented which could be used for regular trustee emails and signposting to relevant information but that this was approx. 6 months away. Trustees committed to being active members of workplace as much as possible and all provided consent to be added to the local trust newsletter.</p> <p>The protector had been invited to present her views on organisational governance to the September meeting of the board.</p> <p>The nominations committee had considered future trustee recruitment at its meeting in March and the recommendation was detailed at item 11.2 on the agenda. The board <b>agreed</b> the approach set out that the one vacant trustee position would be recruited to with an intention to have someone in post in the</p>	<p>Area assessment tool added to June agenda following discussion at Prog Cttee</p> <p>Committee membership to be added to June agenda</p> <p>Trustees added to newsletter distribution</p> <p>Nominations Committee to action</p>

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<p>summer. The nominations committee were requested to take this work forward.</p> <p>The chair would speak to all board members ahead of the next board meeting about board dynamics.</p>	<p>Chair to action conversation re board dynamics</p>
<p><b>10. Left behind area research – presentation on first outputs</b></p> <p>This item was taken earlier in the agenda at item 5.</p>	
<p><b>11. Board Governance</b></p> <p><b>11.1. Chair succession planning</b></p> <p>The Board considered the paper which detailed the process undertaken to identify a nomination for a new Chair of the Local Trust Board from 21 November 2019. It was noted that seven trustees had received either one or two nominations each and one had received a total of six nominations.</p> <p>With six nominations, David Warner was recommended to the board for formal election as chair.</p> <p>The Board <b>agreed</b> to formally elect David Warner as board chair from 21 November 2019 for an initial period of three years. Congratulations were extended to David.</p> <p><b>11.2. Trustee Recruitment</b></p> <p>The board had <b>agreed</b> the approach to Trustee recruitment in the discussion at item 9.</p> <p><b>11.3. Revised Nominations Committee Terms of Reference</b></p> <p>The Board noted the contents of the paper which presented revised terms of reference for the nominations committee and specifically the proposed change of name to “nominations and remuneration committee” and the remit to reflect the committee’s role in consideration of the overall remuneration policy/strategy for the organisation.</p> <p>The Board <b>agreed</b> the revised terms of reference.</p>	
<p><b>12. New Board management software introduction</b></p> <p>Verity Soons gave a demonstration of the new board pack software to the board, highlighting key features.</p> <p>The Board <b>agreed</b> with the approach to paperless meetings for board and committees and would engage with training over coming months to June when the system would be used for the next board meeting.</p> <p>Use of the directorpoint system to share various information and links would be a work in progress and it would primarily serve to be a central place to view governance documents and information.</p>	<p>Verity would follow up and circulate training dates to the board</p>



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<p><b>13. Any other business</b></p> <p>A paper was tabled in which the Board were asked to agree the addition of Margaret Bolton, James Goodman and David Warner as signatories to the NatWest bank accounts for Big Local Trust and Local Trust in line with the existing mandate and resolutions. The Board were also asked to note the increase to Big Local Trust's credit card limits.</p> <p>The Board <b>agreed</b> the new signatories in line with the existing mandate and resolutions and <b>noted</b> the increase to credit card limits.</p> <p>There was no other urgent business and the meeting closed at 5.30pm</p>	
<p><b>Dates for future meetings</b></p> <p><b>Board and AGM 2pm – 5pm at Local Trust's offices (except where noted)</b></p> <p>Thursday 20 September 2018, Thursday 15 November 2018 (including AGM).  Thursday 24/Friday 25 January – Awayday  Thursday 21 March 2019  Thursday 27 June 2019 – Aberfeldy Big Local  Friday 13 September 2019 – BL Connects  Thursday 21 November 2019 (including AGM)</p> <p><b>Programme committee</b></p> <p>Thursday 29 November 2018 (8am – 10am).  Tuesday 29 January 2019 (3pm – 5pm)  Friday 7 June 2019 (2pm – 5pm)  Tuesday 3 September 2019 (2pm – 5pm)  Tuesday 5 November 2019 (2pm – 5pm)</p> <p><b>Finance and investment committee 2.30pm – 5pm at Local Trust offices</b></p> <p>31 October 2018  27 February 2019  22 May 2019  04 September 2019  4 November 2019</p> <p><b>Audit and risk committee 2.30pm – 5pm at Local Trust offices</b></p> <p>Tuesday 23 October 2018  Tuesday 30 April 2019  Thursday 3 October 2019</p>	

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<p><b>Nominations committee 2.30pm – 4.30pm at Local Trust offices</b></p> <p>Thursday 04 October 2018</p> <p>Monday 13 May 2019 (3.30pm-5pm)</p> <p>Thursday 11 July 2019</p> <p>Thursday10 October 2019</p>	