

**Gloucestershire VCS Alliance
Strategic Board Meeting
Thursday 17 January 2019 3-4.15pm
The Growth Hub, Cirencester**

MINUTES

Present:

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| Emma Griffiths | Gloucestershire Counselling Service | (EG) |
| Jenny Hopkins | Penleaf Ltd | (JH) |
| Ali McGuckin | Lydcare | (AM) |
| Cordell Ray (Chair) | CCP | (CR) |

Apologies

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| Tracy Clark | Young Gloucestershire |
| Maz Jennings | YMCA |
| David Owen | GFirst LEP |

In attendance:

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| Mike Brain | (MB) |
| Matt Lennard | (ML) |
| Susan West | (SW) |

1. Introduction and welcome

This Board meeting followed the trustee induction (attended by David Owen) covering the history of the Alliance, an outline of future plans, a discussion on the role of the Alliance and its membership offer, and an update from team members on their roles.

CR thanked the new trustees for expressing their interest and accepting the role.

2. Minutes

The minutes of the meetings on 24 September and 10 December were approved.

3. Matters arising

Matters arising from the meeting on 24 September

- **ACTION:** MB to develop a reserves policy for the next meeting.
- The 2017-8 accounts have now been submitted to the Charity Commission.
- **ACTION:** MB to update the Risk register for the start of the next financial year
- MB has spoken to Nigel at CCP who helped to inform the thinking on IT. MB has sent Board members updates on the IT proposals.

Matters arising from the meeting on 10 December

- MB has resent the policies to JH.
- MB has included a budget for HR consultancy in next year's financial forecast to make sure the policies and procedures are updated. JH highlighted that the existing policies

make no specific reference to current legislation and recommended this should be included at the annual update. EG suggested that highlighting legislative changes could be of benefit to the wider VCS.

ACTION: to be discussed at the next meeting.

4. TUPE and Volunteering Policy

MB reported the TUPE process has been completed and the Alliance is now an independent employer. All staff had signed new contracts. The HR policies have been ratified and work will continue to develop a full suite of policies. PGT will be handling payroll. P45s have been issued to staff and PGT. He has resolved the issues around pension provider and the Alliance has been set up as a separate group with Royal London, the previous pension provider, and PGT has been advised of that.

MB conveyed his thanks to JH for developing the volunteering policy. It contains a volunteer agreement. Reimbursement for volunteers is covered, any payments must be agreed in advance and receipts provided. MB proposed using Rahul to test the policy and sign him up as our first volunteer.

The Board unanimously agreed to ratify the volunteering policy.

5. Alliance Finances

MB reported that the current bank balance was £57,000. Income of £20,000 is due from Gloucestershire County Council and the CCG for January-March 2019. The Alliance may not have a £30,000 surplus at the end of the financial year as he originally hoped. This is because the OPCC contract covers a calendar year, not a financial year and therefore some of the OPCC funding will be received in the 2019-2020 financial year. MB is anticipating a bank balance of £28,000 at the end of the financial year.

He reported that the financial position for the next financial year is almost secure. Confirmed income is £92,500 with projected expenditure of £110,000. These figures do not include any income for development work or the bank balance. The financial forecast includes an amount for redundancy and a contingency for professional fees and insurance.

ACTION: MB to circulate the financial forecast.

The Board agreed to take a risk averse approach to financial reporting, only reporting confirmed funding. The Board agreed good progress has been made and there is still room for improvement. MB said the Alliance is still looking for a financial trustee.

It was proposed that PGT be reappointed as auditors. MB reported they have been really helpful and will be the Alliance's payroll provider. EG queried whether they are charity sector experts. They were recommended to us by TC and handle accounts for other local charities.

There could be a risk if accountants and payroll are handled by the same firm.

ACTION: SW to check the position with PGT.

If there are no issues, CR proposed the Alliance stays with PGT for this financial year and gets three quotes for 2020-2021. The Board agreed to CR's proposal.

MB reported that the Alliance cannot open a new bank account without proof of address. The Alliance changed its address to Tewkesbury Borough Council on 1 January and it will be a few weeks before any evidence, such as a bank statement, is available.

ACTION: MB to recommend new bank account at the next meeting.

6. CEO Report to Board

MB reported that the Summerfield Trust has invited the Alliance to the second application stage and he has submitted the application.

The Trustees commented that MB's report was interesting and a useful way to find out what was going on. CR said that MB has been producing weekly updates for him. It was proposed that he produces fortnightly reports to trustees.

EG suggested a move to dashboard reporting. Once the business plan has been agreed, the trustees should look for reporting on the core objectives.

JH suggested having one page with goals and reporting against the goals every quarter.

ACTION: The Board to review reporting at the next Board meeting.

MB highlighted that his fixed term contract is due to expire on 14 May and he has a three month notice period. CR agreed the need to formally confirm MB in his appointment.

ACTION: CR to action before 14 February.

7. IT equipment and mobile phones

MB reported that the phone contract has been received. This has already been approved by the Board and will be actioned.

It had been hoped that the Alliance could inherit some computers from Gloucestershire County Council. The specification looked good. The Alliance had asked to test the laptops but MB is still waiting to hear from Philip Williams. MB is reluctant to look elsewhere before ruling out the Council machines as taking these over will save in the order of £2,500.

EG recommended TT exchange who offer Office 365 licences at a cheap cost. ML does not want to set up computers twice as this would be time consuming. The Trustees are concerned about GDPR compliance but MB explained we can demonstrate progress towards GDPR compliance.

ACTION: MB to escalate resolving the IT equipment.

8. Any Other Business

AM suggested the Trustees may need to meet again before the scheduled meeting on 24 April. The Operational Board is having a business planning meeting on 28 January. MB will contact this Board in early February to set up a half-day business planning meeting.

CR formally tabled his plan to resign as Chair of Trustees. He explained that he does not have the time for meetings, preparation and support that the role involves. He is keen to remain as a trustee but not as Chair. He asked the trustees for any expressions of interest. MB thanked CR for the support he has given to him personally and the Alliance.

ACTION: EG will circulate a job description for the Chair of Trustees that she uses at Gloucestershire Counselling Services. This can be adapted and then circulated.

9. Next meetings

Wednesday 24 April, 2-4pm, Young Gloucestershire

Tuesday 16 July, 2-4pm CCP

Tuesday 15 October, 2-4pm tbc – offers to host welcome.