

## Local Trust board meeting minutes, decisions and actions

11 December 2013

Local Trust, Unit D, 15-18 White Lion Street, London, N1 9PD

Discussion and decision	Action
<p><b>1. Present</b></p> <p><b>Trustees</b></p> <p>Kevin Sugrue (chair), Kathryn Kane, Ben Lee, Peter Mills, Cliff Prior, Andrew Robinson, Alison Seabrooke, Penny Shepherd, Jonathan Taylor, John Whitton</p> <p><b>Non-trustees</b></p> <p>Peter Thurston (Big Local Trust protector)</p> <p>Debbie Ladds, Rachel Rowney, Jayne Humm, Nicola Hutcheson, Karen Keenan (note-taker) (Local Trust)</p> <p>Naziar Hashemi (Crowe Clark Whitehill) (Item 5)</p> <p>Helen Wildsmith (CCLA) (Item 6)</p>	
<p><b>2. Apologies for absence</b></p> <p>No apologies.</p>	
<p><b>3. Conflicts of interest</b></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>Ben Lee: director, NANM (delivery partner, Big Local)</p>	

<p><b>4. Minutes of last meeting and matters arising</b></p> <p><b>Agreed that:</b> The minutes of the meeting on 25 September be approved as an accurate record.</p> <p>There were no matters arising.</p>	
<p><b>5. Finance and audit</b></p> <p><b>5.1 Minutes of the finance and audit sub-committee held on 5 November 2013.</b></p> <p>The board received the minutes.</p> <p>(i) Budget planning and monitoring recommendation</p> <p><b>Agreed that:</b> the monitoring report be noted and that the level of variance requiring explanation in future be 10% or £10k and be applied to the bottom line total for each budget area.</p> <p>In answer to a question raised by a board member, the process of changing banks was explained.</p> <p>The finance manager updated the position confirming that it would take a few weeks to get everything transferred and running smoothly.</p> <p>Funds with the Big Local Trust's current bank have been managed carefully so that there is a minimum balance in the Co-op bank account and some money has been transferred back to CCLA. Existing bank accounts will be kept open for a period, to facilitate the transition.</p> <p>The chair thanked trustees who responded and gave advice on this matter.</p> <p>(ii) Annual audit recommendation</p> <p>A question was raised as to whether the auditors recommendations and findings were serious or not. The auditor's response was that there were no material issues and no extra testing is required. The finance manager is addressing the issues raised in the auditor's report.</p> <p>The chair thanked Naziar for a very helpful and thorough report.</p> <p><b>Agreed that:</b></p> <p>(i) the board concur with the audit findings and note the management responses</p> <p>(ii) Debbie and Nicola examine the issue of third party risks.</p> <p>Debbie has agreed, with CCW, a change to the CCW personnel working with Local Trust. Naziar will continue as the partner overseeing the audit.</p>	<p>Debbie and Nicola to look at third-party risk</p>

<p><b>Agreed that:</b> CCW be retained as auditors for 2013/14.</p> <p><b>5.2 Annual reports and audited accounts</b></p> <p>The chair thanked the Protector for his clear and concise statement, trustees for their input and Naziar for the thorough professional and helpful work undertaken by CCW.</p> <p><b>Agreed that:</b></p> <ul style="list-style-type: none"> <li>(i) The Big Local Trust annual report and accounts for February 2012 to March 2013 be approved.</li> <li>(ii) The Local Trust annual report and accounts for 2012/13 be approved.</li> </ul>	
<p><b>6. Investment</b></p> <p><b>6.1 Minutes of the investment sub-committee meeting held on 14 November 2013.</b></p> <p>The board received the minutes.</p> <p><b>Agreed that:</b> the recommendations be adopted relating to:</p> <ul style="list-style-type: none"> <li>(i) Cross cutting responsible investment initiatives including the preparation of an asset owner response to the UK Stewardship Code.</li> <li>(ii) Ethical exclusions and the continued use of the 'COIF default'.</li> <li>(iii) Ethical engagement including the addition of the one ethical screen and one client driven programme to the Trust's policy as described in the report.</li> <li>(iv) Cash, and specifically noting that mission-related cash investment issues will be discussed by the sub-committee in February 2014 (Peter Thurston indicated that he will attend).</li> </ul>	
<p><b>7. Big Local</b></p>	
<p><b>7.1 Big Local delivery</b></p> <p>The board welcomed the new style report.</p> <p>A discussion arose about the lack of attention given to employment and the local economy in Big Local plans. and how much of a concern this should be and ways to address it.</p> <p><b>Agreed that:</b></p> <ul style="list-style-type: none"> <li>(i) the report be noted</li> </ul> <p>Rachel will produce more analysis next time on the lack of emphasis on employment and the local economy in Big Local plans and how this might be addressed in addition to what is being done.</p>	<p>Rachel to do more detailed analysis around employment and the local economy.</p>

<p><b>7.2 Big Local research and learning</b></p> <p>Jayne asked that trustees forward the expression of interest for the independent evaluation to anyone they think might be interested.</p> <p>It was reported that John Whitton and Jayne Humm will sit on the advisory group for the SPHR research project.</p> <p><b>Agreed that:</b> the report be noted.</p>	
<p><b>8. Chief executive report, including any urgent verbal report</b></p> <p>The board received the chief executive's report. There was no urgent verbal update.</p> <p><b>8.1 Functions of the board and delegation to the chief executive</b></p> <p><b>Agreed that:</b> the functions of the board and delegation to the chief executive as set down in the report be approved subject to the following amendments:</p> <p>(i) the list of functions of the chief executive in para. 4.1 of the report to be changed as follows:</p> <ul style="list-style-type: none"> <li>• after 'development of the Big Local programme' and 'evaluation of the Big Local programme' insert 'for consideration by the board' in each case</li> <li>• add 'development of draft strategy for consideration by the board' to the list of functions</li> </ul> <p>(ii) para 2.1 of the board terms of reference at appendix 1 to be amended to read 'To consider, develop and approve the short, medium and long term strategy.....'</p> <p>(iii) add another bullet point to para. 5.1 of appendix 1 to read 'the board and the chair of the board' to clarify that they too will be included in the annual performance review of effectiveness</p> <p>(iv) para. 6.3 of appendix 1 to read 'To manage the performance of the chief executive (the chair or a small number of trustees will normally exercise this function on an ongoing basis and report to the board)'</p> <p>(v) add a new section 7 headed 'Legal and regulatory responsibilities' under which should be inserted '7.1 To ensure, with the advice of the chief executive and such other professional advisers as the board deem appropriate, that all legal and regulatory requirements are met in full'.</p> <p><b>8.2 Recruitment policy and procedure</b></p> <p>The board received the paper on recruitment policy and procedure.</p>	

<p><b>Agreed that:</b> The policy and procedure be approved.</p> <p><b>8.3 Personal safety and lone working policy</b></p> <p><b>Agreed that:</b> The policy and procedure be approved.</p> <p><b>8.4 Revised co-operation concordat</b></p> <p><b>Agreed that:</b> The concordat be approved.</p> <p><b>8.5 Jury service policy</b></p> <p><b>Agreed that:</b> The policy be approved.</p>	
<p><b>9. Strategic issue discussion</b></p> <p><b>9.1</b> The board were asked whether and, if so, how Local Trust/Big Local should best engage with private sector partners both nationally and locally. The following points were noted:</p> <ul style="list-style-type: none"> <li>• unanimous agreement that there should be attempts made at engaging with the private sector at a national/central level and encouragement/support for engagement at a local level</li> <li>• at a local level engagement is likely to be via the Big Local partnership and at a national level through Local Trust (Debbie mentioned two current possibilities of partnering with BT and Lloyds Bank with Spacehive)</li> <li>• need to ensure we only partner with organisations we would invest in (i.e. we don't partner with organisations that fall outside our ethical investment policy)</li> <li>• there is a substantial range of what private sector partners can offer in terms of investment in Big Local areas e.g. facilities and services, skills training and jobs and advice and expertise</li> <li>• If partnering were at a national level, Big Local areas would still have the choice as to whether the offer should be taken up in the local patch</li> <li>• for lottery funding there has to be demonstrable public benefit</li> <li>• the activity would need to comply with the boundaries of the trust deed and charitable status</li> <li>• we must expect that private sector partners will want a return or at least the possibility of a return – but that should not put us off</li> <li>• we need to consider the capacity of Big Local areas to engage with potential private sector partners and what help to give</li> <li>• there are lots of reasons to support this outside the benefit</li> </ul>	<p>Penny and Debbie to talk on how to take forward</p>

<p>of the investment itself e.g. good PR, the development of people locally and staff and the opening up of new markets</p> <ul style="list-style-type: none"> <li>• there is already at least one local example – Leigh West where B&amp;Q have paid for some fencing.</li> </ul> <p>The role for trustees here could include:</p> <ul style="list-style-type: none"> <li>• passing on contacts</li> <li>• providing a policy framework about how we advise and support areas to be proactive in this field</li> <li>• setting down the basic principles that the executive staff should follow</li> <li>• defining risk management.</li> </ul> <p>The chief executive will do a paper on this for the board at a future date.</p>	<p>The chief executive will do a paper on this for the board at a future date.</p>
<p><b>10. Any other business</b></p> <p>Debbie informed the board that the Christmas get-together for national partners would be on 17 December and that the office would be closed on Christmas Day, Boxing Day and Friday 27 December.</p>	
<p><b>10. Dates of future meetings</b></p> <p><b>Full board meetings, 2-5pm at Local Trust's offices - 19 March 2014</b></p> <p><b>Trustee away day - Thursday 30 January 2014 and Friday 31 January 2014.</b> Start at 3pm on day one and finish at 1pm on day two.</p> <p><b>Finance and audit sub-committee, 2-4pm at Local Trust's offices - 4 February 2014 (since changed to Thursday 27 February from 12.30 – 2.30pm), 6 May 2014 (since changed to 3 June 2014 )</b></p> <p><b>Investment sub-committee, 2-4pm at Local Trust's offices - 17 February 2014, 15 May 2014</b></p>	

Kevin Hughes

Chair

19/03/2014