

Item 2
Paper 1 (BT)
26/01/17

Minutes from Board Meeting

26/10/2016

For information and agreement

Summary of Actions

- GM to send trustees the latest version of the annual accounts. All trustees to let GM know, via email, by the end of the following week that they were happy with the accounts.
- GM to send the trustees the Annual Report for their review prior to AGM.
- GM to complete a paper on service delivery options for the VCSE sector across London.
- GM to approach external consultant for a revised governance review proposal.
- GM to arrange for a trustee skills audit to be conducted.
- GM to announce trustee vacancy at the AGM and request candidate applications.
- MG to prepare a report on BREXIT and its implications for the voluntary sector.

Attendees

- Jacky Bourke-White (JBW, Chair)
- Beccy Allen (BA)
- Karin Woodley (KW)
- Mark Parker (MP)
- Matthew Guest (MG)
- Michael Bukola (MB)
- Verinder Mander (VM)

Staff in attendance

- Gordon McCullough (GM), Bron Thomas (BT), Herbert Kandeh (items 1-4)

Apologies

- Khosi Mamaka (KM)

1. Welcome & Conflicts of Interest

JBW welcomed everyone to the meeting.

KW's usual conflicts of interest were noted (Cambridge House CEO & commissioning of Community Southwark's services).

GM introduced BT as the temporary office co-ordinator (maternity cover for Andrea Hafziger).

2. Minutes from Meeting held on 28/07/16

The previous Board meeting's minutes were approved.

3. Actions Arising

- (i) VM to send AG details of Kings College recruitment fair (closed).
- (ii) GM to obtain position statement from staff on strategic vision for Community Southwark: GM noted that this had not yet been completed and suggested that it should be looked at as part of the Governance Review (Agenda Item 7.). MP asked if the conversation with staff was more about framing expectations than setting out the vision and KW added that there may be a slight disjuncture between what the trustees and staff felt.
- (iii) GM to circulate quarterly briefing to the Board on stats about work in relation to the concerns listed: completed.

4. CEO Report

1. Involve

GM introduced Herbert Kandeh, the new Corporate Partnerships Co-ordinator, who joined the Development and Partnerships team in September. Herbert explained that the Involve team was looking to grow the skills based offer to corporates, in accordance with demand and seasonal change, and that he had so far had five meetings with new corporates.

Herbert then stated that, for the next operating year, Involve was looking to generate about £140,000 of income from ten corporate relationships. The team was very aware that this would be a make or break target for Involve next year. [Herbert then left the meeting.]

2. Southwark Giving

GM updated the Board on progress with Southwark Giving, noting that Helen Atwood was joining the following Monday from the City Philanthropy to lead this initiative and that she brought some good corporate contacts with her. She had been recruited on a one-year contract financed by the Council.

One meeting of the Southwark Giving Advisory Group had already been held and Helen would now take the project to the next stage, connecting with corporates, SMEs and individuals giving time and talent. Helen would also co-ordinate production of a report entitled '*A Tale of Two Southwarks*' (a research based needs analysis designed to support the case for Southwark Giving).

GM then stated that both the Involve and Southwark Giving initiatives would run for the next year.

3. Provider Led Groups (PLGs)

The PLGs were developing as a useful network where organisations could share and learn. It was noted that an Older People's Board already existed, so there was no need focus further on this area at the moment (Communtiy Southwark will support this group as when appropriate).

The Creative Southwark Network would be launched shortly [first meeting held during December].

For the Learning Disability PLG, KW stated that she had received a heads-up from the Council on early interventions, but that there was no consistency on which Council representatives attended meetings. KW added that Learning Disability would like to meet with the other PLGs annually, to ensure that it was doing what was needed for service users and not overlapping or reinforcing silos, and that this was not yet built in at strategic level. GM agreed and suggested that this should be a dialogue, rather than a presentation.

MP asked if any representation was coming from the health side, suggesting that there should be both, as there was such a strong health dimension with the PLGs. GM responded that Learning Disability was looking to a restructured approach and had already gone to the Council and CCG to request working together and that the CCG was supportive of this [for the two further years that the CCGs had to run]. JBW noted that this could radically change 'how we do things in Southwark'.

GM then stated that commissioning between the CCG and the Council was coming together and JBW responded that the voluntary sector wasn't in the integrated management structure yet. MP then commented that we potentially needed to look at how the voluntary sector could be more engaged /involved.

KW asked what the status of the Physical Disability PLG was [post meeting update: the first meeting was planned for February, 2017] and whether the number of PLGs was an issue.

There was also a question on where best to align this group. In this context, it was important to think about people rather than services and JBW noted that the PLG categories were care rather than health themed, with the latter focusing on long term conditions.

Also discussed was the question of whether a separate PLG was needed to focus on Carers and VM responded that she felt not, and that this theme should cut across the PLGs.

KW stated that the weakness of the PLG structure was that it didn't challenge the local authority enough and GM responded that the PLGs had only been in existence since April, 2016. KW clarified that the Learning Disability group had only really reformed, ie that it was not new.

5. Annual Accounts

Referring to the draft accounts circulated, GM stated that a £6,000 deficit had been recorded for the year, and noted that he was pleased with this outcome, particularly as the VCS merger and rebranding had occurred during this time (a deficit of £110,000 had been reported for the previous year). Reserves stood at £363,000. A

more detailed review of the revenue streams was now being provided for each board meeting as requested.

GM then noted that the annual accounts needed to be signed off prior to the AGM on 1st December, 2016.

With regard to the recently unsuccessful funding application to the Esmé Fairbairn Foundation, it was evidently assumed that Community Southwark provided a public service. JBW commented that it was about differentiating between public money versus public services and MP responded that this was true, however there was morphing of organisations from one sector to the other. Was Esmé looking for a boundary?

MP then stated that Community Southwark was very dependent on two main funders and that dependency needed to be worked on over the current year, with a view to aiming for more financial independence. Statutory funding should be sought only if a statutory service was being provided. Also, 'money in and money out' arrangements were mostly not making a profit, so should Community Southwark change this perception/definition?

KW commented that funders, such as Esmé, were not wanting to support organisations that arose out of state funding, eg: settlements, such as Cambridge House. No one was writing about this in civil society. There was a developing theme that charities were supporting the reduction in public services, ie a move from philanthropy to privatisation and KW asked whether this was a human rights issue.

BA stated that, if 50% of funding came from public funds, this statement could not be applied equally. Her organisation was 50% funded by the Arts Council and could also apply for private funding. Was there a lack of consistency or perception that big funders should flag these reasons up-front, rather than to push Community Southwark through the whole application process, only to find that they were ineligible for a grant. KW responded that this was a challenge.

MG referenced the Centre for Charitable Giving and Philanthropy and 'grant rage', where funders appeared to make decisions without explanation.

GM then clarified Community Southwark's funding strategy, for example, the Social Action team focused on charitable foundation grants, whereas the Development team was consultancy focused. KW asked how we were differentiating ourselves, and GM responded that Community Southwark provided consultancy and follow-up at a [materially] cheaper rate than the big consultancy firms.

KW noted that there were various merger discussions in progress within the sector – to challenge the CVSs.

Action: GM to send trustees the latest version of the annual accounts. All trustees to let GM know, via email, by the end of the following week that they were happy with the accounts.

Action: GM to send the trustees the Annual Report for their review prior to AGM.

6. Community Waltham Forest Update

GM stated that, following a competitive tender process, Waltham Forest Council had awarded Community Southwark with a three year contract to deliver services to the VCSE sector in Waltham Forest, commencing on 1st November, 2016.

Two headcount would TUPE across from the predecessor organisation (a full time administration and outreach officer and a part time volunteering development officer). Premises had been secured and interviews for the Director, Community Waltham Forest (CWF) position were being held on 28th October.

GM then explained that Community Southwark was the only CVS that demonstrated it could do things differently and KW responded that she had spoken with three CVS heads who agreed with our approach. Provided that, when moving into new areas, the local knowledge is respected, organised and sustainable support was the most needed focus in this time of crisis. Umbrella organisations for CVS's were allowed to deliver bad practices, so effort should be about providing a good service.

BA asked about the consortium and GM responded that he'd met with them and we now had premises in one of their shared centres.

The trustees then discussed status on other boroughs and, in this context, GM stated that he was going to produce a paper that set out where our approach could go.

MP then asked how we were communicating Community Waltham Forest to the Southwark audience and GM responded that he was giving this some thought in the context of preparing for the AGM.

KW stated that she had a team in Waltham Forest (one of eight advocacy contracts in the London Boroughs) and suggested that the staff and trustees should meet to ensure connectivity and inclusiveness.

Action: GM to complete a paper on service delivery options for the VCSE sector across London.

7. Governance Review

Referring to the 'Review of Governance' proposal circulated to the trustees, GM commented that the quote for consultancy services appeared pricy. MP responded that a comprehensive review process had been set out, but suggested cutting timing

down by 2 days. JBW asked how much the consultant had charged for the previous (2012) review. VM responded that this had cost £4,000 and that the drivers for the review included bringing the trustees together. During the next review, KW requested that an interim report be prepared.

GM then asked what was most important to achieve from this review (themes discussed included the post-merger organisation, how projects were covered, factoring in the addition of Community Waltham Forest) and concluded by summarising that it was surely about how Community Southwark was governed; how we organised ourselves, especially for transparency and accountability.

GM then asked about timing and KW suggested the new year. VM added that, if new trustees were joining, they should be involved.

Regarding appointment of new trustees, MG asked about volunteer representation. GM responded that the Board was losing a member and a non-member and that the Board composition could include up to nine trustees, including three appointees.

KW then asked why trustee recruitment was occurring without first completing a skills audit and MP questioned whether it may be possible to complete this prior to the AGM. VM responded that previous AGMs had yielded candidates putting themselves forward with inappropriate skillsets and stated that it was important to set out the skillsets needed in these roles.

JBW stated that one trustee candidate had been identified and VM asked whether this person should be invited to present to the trustees and also whether a Waltham Forest person should be sought. GM agreed and suggested that this could be a non-member appointment. VM then asked whether it was skills or sector representation was needed and MG asked whether the skills audit could be completed prior to the AGM to determine. MP suggested that this should be conducted separately and KW noted that she may have a model to use. GM stated that he would arrange this.

GM summarised the discussion by stating he would put a call out for applicants for one trustee position during the AGM. The governance review would then be run, outcomes assessed and a second skills based trustee search conducted.

Action: GM to approach external consultant for a revised governance review proposal.

Action: GM to arrange for a trustee skills audit to be conducted.

Action: GM to announce trustee vacancy at the AGM and request candidate applications.

8. VCS Strategy

Referring to Southwark's Voluntary and Community Sector Strategy – 'Common Purpose Common Cause', JBW thanked GM very much for all his hard work in writing this and driving it through to implementation, and VM echoed this. MP then noted the impact that this had already had in terms of bringing all parties involved together to create a sense of common purpose. JBW added that she was already referencing the document, eg: at Copleston.

MP then asked how the strategy would be implemented overall and GM explained that it would be endorsed by the Cabinet and CCG governing body, and that there were 'pegs' to hold it together. JBW stated that there were enough people in the Council who knew the approach needed to change and KW added that it introduced a framework for accountability.

GM confirmed that the Council was happy with the community asset approach set out and also explained the change of approach proposed for grant applications.

MP asked what the next milestone would be and GM responded that the Council and CCG were due to meet on 22nd November to set the work stream programme in place, from which a six month plan would be sought, and that part of his job was to make sure that this happened.

9. AOB

Noting that BA and VM were due to step down from their trustee roles at the end of October, JBW thanked both for all their guidance and support given to the Community Southwark Board of Trustees during their respective tenures.

A requirement to nominate an alternative authorised signatory for the four Unity Trust bank accounts was noted (replacing VM).

BA and VM asked whether they were required to attend the AGM [both did attend].

A discussion on the possible implications of BREXIT was then had. GM asked whether MP could review the Risk Register to ensure that the potential risks were recorded appropriately and also suggested that MG was potentially best placed to write a report on this topic for the trustees' review and further discussion.

VM asked whether it was possible to move future Board meetings to a 6pm start and, following further discussion, it was agreed that future meetings would be scheduled for a 5.30pm arrival time and 5.45pm start.

Action: MG to prepare a report on BREXIT and its implications for the voluntary sector.