

## LONDON CYCLING CAMPAIGN

### Board Meeting, 22<sup>nd</sup> September 2014

LCC Office, 2 Newhams Row, London SE1 3UZ

#### ACTIONS SUMMARY

Item	Who?	Item	Date	Status
1.3	Ashok	Post LGF minutes on the website from now on	-	New
1.4	Mustafa/Rachel	Draft a paper on improving the process of responding to consultations (was draft new/revised TOR for CPEC)	17 <sup>th</sup> Mar.	Carried over
2.3	Ashok	Report on progress regarding a challenge to HMRC's ruling on our eligibility to claim Gift Aid on the membership fee	-	New
2.4	Ashok	Put in place financial plans to handle the loss of Gift Aid on the membership fee during the remainder of this FY	-	New
3.2	Ashok	Disseminate clarification on Special Resolution deadlines	-	New
3.3	Ashok	Draft Special Resolution on Diversity & Equality	-	New

#### MINUTES

**Present:** Rachel Aldred, Mustafa Arif, Daniel Barnes, Suzanne Fogg, Mel Grech, Ann Kenrick (Chair), Tony Levene (Treasurer), David Love, Oliver Schick

**Not present:** Claire Wren

**In attendance:** Ashok Sinha

#### 1. Minutes of the 7th July 2014 Meeting (Accuracy & Matters Arising)

- 1.1 The date of the meeting was corrected.
- 1.2 Mustafa reported that he had cleared the way to publication of Local Groups Forum (LGF) minutes on the web.  
**Action:** Ashok to ensure LGF minutes are now published on the LCC website.
- 1.3 Ashok confirmed that the paper on implementation of 2013 AGM motions would be published on the website ahead of the AGM.
- 1.4 The item on drafting new TOR for CPEC has now become an action for Mustafa and Rachel to draft a new process on how better to respond to consultations and the roles of different committees/working groups.
- 1.5 All other actions were completed.

#### 2. Loss of Gift Aid on Membership Fee

- 2.1 Tony and Ashok explained to the Board that HMRC had, without warning, written to LCC saying that it had decided to review our eligibility to claim Gift Aid (GA) on the LCC membership fee, and had decided to suspend such claims with immediate effect (GA on general donations is unaffected). HMRC argues that this is on the basis that a member of the public is now able to purchase stand-alone third

party cycling insurance at a cost (£20): this figure is greater than 25% of membership fee (equating to £9.50), which in turn is the allowable limit for 'membership benefits' in order to be able to claim GA on the full fee.

- 2.2 Noting the options paper tabled by Ashok, the Board agreed that staff should continue to do all they can to challenge this ruling, including on the grounds that (a) providing third party liability to cyclists is part of achieving our charitable aims and (b) arguing that at the 'add on' cost of such insurance is the more relevant figure on which to focus (rather than standalone products which are generally little used).
- 2.3 Ashok noted that he and other staff will be discussing the matter with (a) potential paid-for advisors, (b) CTC – who are seeking a similar ability to claim GA and with whom we might conceivably share costs of advice and (c) Butterworths, who provide our current cover as part of the charity's Public Liability Insurance. He also reminded the Board that IGC has confirmed its backing for a full root-and-branch review of our membership offer/structure (including paid-for market research) - restructuring our membership package is very much on the table and may deal with this issue in any case (depending on the form of restructure).

**Action:** Ashok to report back on progress at the next Board.

- 2.4 Ashok presented the options regarding making up the £54k shortfall in income that the HMRC decision would leave in this financial year. The Board agreed that up to £30k of reserve should be deployed, on the basis of the rest being made up from (a) a figure corresponding to the 'mid-case' results for the amount of profit (above target) that Consultancy and Services is expected to deliver (given that the team is near target for the FY already), (b) savings in discretionary expenditure and (c) voluntary (or mandatory, as needed) short time working.

**Action:** Ashok to make the necessary cuts (and plan, with the FAC, for the next FY).

### 3. AGM Risk Management

- 3.1 Ashok presented a paper on managing risks around the AGM arising from controversies in this year's elections to the Board.
- 3.2 He also noted that he had found that the Articles of Association would appear to permit Special Resolutions to be tabled with members right up until 14 days before the AGM (despite the earlier deadline set in Standing Orders). He added that he intended to post this new information on the website and relevant e-lists as a clarification to information on deadlines already disseminated.

**Action:** Ashok to post the clarification as above.

- 3.3 The Board agreed to table a Special Resolution that (a) states the charity's commitment to Diversity and Equality, and (b) gives power to the Board and a General Meeting of the charity to remove a serving trustee or bar a member from standing for the Board if, in the opinion of the Board/General Meeting, that person was not upholding that commitment.

**Action:** Ashok to draft the Special Resolutions for Board approval.

### 4. Other Business

- 4.1 The Board emphasised the importance of engaging local groups early in the process of seeking or delivering consultancy work to their councils (and relevant businesses), given the welcome success we are currently having in securing such contracts.
- 4.2 The Board warmly thanked and gave its best wishes to Claire, David, Mel and Suzanne who had all decided not to seek re-election to the Board this year.

Signed as a true and accurate record by:

(Chair).....

On.....