

LONDON CYCLING CAMPAIGN

Board Meeting, 28th March 2018

LCC Office, Metropolitan Wharf, London E1W 3SS

ACTIONS SUMMARY

Item	Who?	Description	Due Date
2.2	Tom	Create standardised text on Social Safety to add to the toolkit for consultation responses	March (rolled over)
6.3	Ashok	Staff to review the recommendations of Women & Cycling Working Group and assess what can be done to implement them	May
7.6	Terry	Create a safeguarding working group	Now
7.6	Ashok	Send a notice to groups and review activities across the organisation with potential safeguarding implications, reporting back to Board	May
8.3	Megan	Regarding risk management: work with staff to incorporate the gathering of the necessary data in the upcoming annual survey of groups	
9.3	Ashok	Run a full membership e-vote on extending the term length of elected trustees	AGM
10.2	Terry/Tom	Discuss the best way to handle campaigns-related Emergency AGM Motions at the next Local Groups' Forum	Next LGF
11.1	Terry	Seek a replacement for Megan as HR portfolio holder	May

MINUTES

Present: Amy Foster, Simon Clark (Treasurer), Chris Kenyon (from item 3), Terry Patterson (Board Chair, and Chair of the Women & Cycling Working Group), Megan Sharkey (HR portfolio; from item 7.6), Neil Webster, Christian Wolmar (until item 7.6)

Apologies: Rachel Aldred (Policy Forum Chair), Tom Harrison (C&AM Chair), James Heath (Business Committee Chair)

In attendance: Ashok Sinha (CEO)

1. Chair's Report

1.1 There were no Chair's action or matters to report that hadn't already been notified or were not already covered by the agenda.

2. Actions and Matters Arising from the Minutes of the 17th December Board (Previously approved by email)

2.1 Terry reported that we are up to date on actions.

- 2.2 Item 3.3 (Tom/social safety text for consultation responses): rolled over.
- 2.3 Item 6.3 (James/financial forecast): this has been superceded by the budget process (later in the agenda).
- 2.4 Item 6.4 (Ashok/employment data): being done but not yet conveyed to Megan.

3. Notes from the Awayday, 27th January

- 3.1 These were approved with no corrections.
- 3.2 The items on governance will be taken forward at a subsequent meeting; there were no other matters arising not already covered by the agenda.

4. Conflicts of Interest

- 4.1 Terry asked if there were any conflicts of interest to declare: there were none.

5. 2018/19 Budget

- 5.1 Ashok introduced the budget, thanking Simon for all the work he had put into helping staff to prepare it; he particularly welcomed the new format for presentation that Simon had introduced and his work with staff to create a monthly phasing. Ashok noted that this budget is being recommended to the Board by the Business Committee, which had a full discussion about it and the underlying rationale and assumptions.
- 5.2 Making the assumption that trustees had fully apprised themselves of the written narrative, Ashok characterised the budget as being cautious, a description with which Simon agreed. It is based on a £10k surplus; taken alongside the fact that we are currently forecasting a balanced out-turn for this financial year, this represents a positive reflection that we are turning the corner on our financial difficulties after several years of deficits, contraction and a diminution of our reserve. As well as helping rebuild that reserve, the budget also includes a 1% cost-of-living pay rise to staff (whose pay has fallen behind inflation for many years now).
- 5.3 Ashok and Simon added that we will be systematically reviewing performance against budget and scheduling contingencies as needed on a quarterly basis, as normal.
- 5.4 Ashok also thanked Simon for improving the quality of our cash flow forecasts, and Simon noted that there is work to be done to tighten up our reserves policy.
- 5.3 The Board approved the budget with thanks to the Business Committee, Simon and staff.

6. Women & Cycling Working Group

- 6.1 Terry informed the Board that the working group had considered the detailed feedback given by the Board on the original recommendations (as minuted at the 17th December 2017 meeting); the working group had done its best to address them. She added that is the final version of recommendations.
- 6.2 The Board received the report, welcoming its recommendations and thanking the working group for all its efforts. It agreed that the next step would be to assess the recommendations in relation to available resources; the Board would then take a view as to which ones to prioritise for action in the near term.
- 6.3 The Board asked staff to review the report and give their own view on how best to implement the recommendations. This should be reported to the Board at the next meeting.

Action: Ashok to review the recommendations with staff and report back.

7. Safeguarding

7.1 Terry asked everyone to confirm that they had received and read her paper, as well as the alert from the Charity Commission and the other papers on safeguarding that were circulated. Everyone confirmed that they had.

7.2 The Board discussed the importance of making sure that the charity has the necessary policies in place regarding safeguarding and agreed that this a matter of urgency and utmost importance. That said, on the basis of current knowledge there is no cause for panic.

7.3 The Board noted that the Charity Commission has advised charities to ensure that their charities:

- *Undertake a thorough review of their charity's safeguarding governance and management arrangements and performance if one has not been recently conducted within the last 12 months.*
- *Contact the Commission about safeguarding issues, or serious safeguarding incidents, complaints or allegations which have not previously been disclosed to the charity regulator.*

It agreed that will initiate such a review. Ashok asked if trustees had all read the Charity Commission guidance on reporting serious incidents, which all confirmed that they had.

7.4 Trustees acknowledged that they understood their obligations in relation to safeguarding and reporting.

7.5 After hearing from Ashok about what measures are currently in place in respect of activities organised or overseen by the office, the Board agreed that we have good policies in place centrally; we need to build on these so as to ensure all activities across the organisation are covered. Any new policies will need to be tailored to the particular circumstance that pertain to the particular characteristics of local activities.

7.6 The Board agreed to Terry's recommendations, namely that:

- She be appointed as the safeguarding lead on the Board.
- A cross-organisational safeguarding working group should be convened by Terry.
- The actions laid out in her paper should be undertaken, according to the timelines laid out.
- A communication should be sent by the office to LCC local groups to explain that the matter is being reviewed by the Board and that advice will follow; and that in the meantime questions should be addressed to the Chair or CEO.
- Staff should undertake the review necessary of LCC operations.

Actions:

- Terry to convene a working group.
- Ashok to issue the necessary notice, review operations and report back to the next Board meeting.

8. LCC Group Risks

8.1 The Board received and welcomed Ashok's papers on the top ten risks faced by LCC, and the specific legal, financial and reputational risks that may arise from local group activities.

8.2 The Board accepted the analysis and general recommendations for action given, agreeing that it is important to better understand the activities of local groups and manage risks to the charity.

8.3 The Board accepted the paper's recommendation that a full review be undertaken of local group rides, grant-funded projects, commercial services and any other relevant activities, with a view to introducing better, suitable protocols for risk management and the reporting of incidents.

Action: Megan to work with staff to incorporate the gathering of the necessary data in the upcoming revised annual survey of groups.

9. Term Length of Trustees

- 9.1 The Board received the draft Special Resolution to equalise the term length of elected and co-opted trustee that had been requested.
- 9.2 On balance the Board decided that equalisation was not a pressing issue after all; instead, it is more important that the term length of elected trustees be changed to three years (from two) for reasons that have been extensively debated in previous meetings.
- 9.3 Ashok reminded the Board that existing Board policy is to put Special Resolutions to amend the Articles to a full e-vote of the membership.

Action: Ashok to run this e-vote in the run up to the AGM.

10. Managing Emergency Motions

- 10.1 The Board debated the potential for AGM Emergency Motions to bypass the deliberative policy-making process introduced in recent years.
- 10.2 Bearing in mind the need to balance the authority of the AGM and its important role as an opportunity for debate, as compared to the importance of making sure decision-making is as deliberative and expert-led as possible, the Board agreed to consult activists on the best way to handle Emergency Motions.

Action: Terry/Tom to put this matter on the agenda of the next Local Groups' Forum.

11. Items Noted

11.1 The Board noted the following:

- Staff Report
- Report from the Business Committee Chair
- Report from the Policy Forum Chair

12. Trading Company

- 12.1 The Board agreed to replace former trustee Tony Leven with Simon as a director of the trading company, and to appoint Christian as a director.
- 12.2 The Board agreed to appoint Terry as the shareholder representative.

13. AOB

13.1 In view of the research project Megan will undertake with staff and activists, Megan stepped down as HR portfolio holder.

Action: Terry to canvass the Board for a replacement.

13.2 Chris thanked staff for their work in support of Islington LCC's ("Cycle Islington") engagement with politicians and officers in the borough.

Signed as a true and accurate record by:

(Chair).....

On.....