

## LONDON CYCLING CAMPAIGN

### Board Meeting, 7<sup>th</sup> July 2014 – DRAFT

LCC Office, 2 Newhams Row, London SE1 3UZ

#### ACTIONS SUMMARY

Item	Who?	Item	Date	Status
1.1	Mustafa	Draft new/revised TOR for CPEC	17 <sup>th</sup> Mar.	Carried over
1.3	Ann, Ashok, Mustafa	Implement the decisions on Open Governance (Ann, Ashok) and engage local groups on this issue (Mustafa)		New
3.3	Ashok, FAC	Inform the auditors of the Board response to their group finance recommendations (Ashok); FAC to consider the recommendations, and report back to the Board on the resultant action taken		New
3.5	Ashok	Inform the auditors of the response to their recommendations on personnel documentation and implement them		New
3.6	Ashok	Make the final amendments specified to the Trustees' Annual Report 2013-2014 to accompany the accounts		New
4.2	Ashok	Submit the two agreed Special Resolutions to the AGM on behalf of the Board.		New
5.2	Mustafa, David, Suzanne, Ashok	Table items from the draft Board report on implementation of 2013 AGM resolutions to the relevant committees (C&AM, IGC and LGF)		New

#### MINUTES

**Present:** Rachel Aldred (by phone; present for Item 1.1), Mustafa Arif (from Item 1.2), Daniel Barnes, Suzanne Fogg, Mel Grech, Ann Kenrick (Chair), David Love, Oliver Schick

**Not present:** Tony Levene (Treasurer), Claire Wren

**In attendance:** Ashok Sinha

### 1. Freedom of Information & Open Governance in LCC

- 1.1 The Board discussed Mustafa's paper on this subject. It agreed that it was long overdue that we collate LCC's various policy positions (e.g. as defined by the AGM and committees) and publish them on the website, in an easily locatable position and standardised format. It also agreed that the principle of publishing Board proceedings (but not 'closed sessions', as defined in the paper) was correct and one to which we should adhere; and that we should collate and publish a longer record of AGM minutes than just the past couple of years (as is currently the case).
- 1.2 Everyone agreed that there is a wider issue around governance at a local group level that needs to be addressed (within which the publication of the minutes of group meetings is one aspect).
- 1.3 The Board agreed that we should publish AGM minutes from 2008, Board minutes (open sessions) from the current Board year onwards, and all Policy Forum notes to date; and consult local groups on the publication of minutes from their own group meetings.

**Actions:**

- Ann to check the past minutes from the current Board year and identify items to be treated as closed sessions.
- Ashok to ensure the specified papers are posted.
- Mustafa to engage local groups (starting with the Local Groups Forum) on the matter of publishing their own minutes.

**2. Minutes of the 12<sup>th</sup> May 2014 Meeting (Accuracy & Matters Arising)**

- 2.1 Attendance: Mel was present in person (not by phone).
- 2.2 Item 1: "17<sup>th</sup> March" should read "12<sup>th</sup> May".
- 2.3 Cyclenation-CTC annual conference 2014: Suzanne informed the meeting that this conference is now scheduled for November.

**3. Audited Accounts, Chair and Trustee Annual Reports, 2013-2014**

- 3.1 Ashok presented the accounts, reports and auditors' management letter, noting that we overall we have been given a clean bill of health; two items (below) have been identified in the letter as needing consideration. He thanked the auditors for the finance team for their diligence and hard work and Ann signed the accounts.

- 3.2 The first of the two items for consideration related to group bank accounts, with the auditors recommending (verbatim):

- *That a policy for auditing the local groups is implemented by head office. For example, the policy could include a spot check on a sample of local groups each year, or a targeted review of specific items shown on the annual return. In addition, we recommend that local groups are asked to submit supporting documentation for any particularly large transactions in the year along with the bank statements.*
- *That discussions are started in relation to the reserves held by the local groups and whether the charity would be legally authorised to utilise these funds. In particular, the charity needs to establish whether the funds held by the branches can form part of the free reserves. This would, at the onset, require a review of the documentation from when the local groups were first set up and what the expectation of the local groups is in relation to these reserves.*
- *That any local groups who currently have bank accounts that are not with Unity Trust are encouraged to transfer these balances into a Unity Trust account.*

- 3.3 The Board agreed the following response: *the trustees recognise that the money held by the charity's local groups forms part of the charity's finances and that the trustees must ensure there exist proper financial controls over local group accounts; the Finance & Admin subcommittee of the Board will consider the auditors' recommendations and put in place stronger financial procedures regarding local group accounts in the new financial year (2014-2015).*

**Action:** Ashok to inform the auditors of the response; FAC to act as above and report to the Board on progress.

- 3.4 The second of the two items for consideration related to personnel files, with the auditors recommending (verbatim):

- *That a new starter policy is implemented, whereby proof of eligibility to work in the UK (such as a photocopy of a passport) is obtained as part of the induction process and that signed contracts are chased on a regular basis.*

- *We also recommend that a thorough review of existing personnel files is undertaken to ensure all necessary documentation is obtained and filed.*

3.5 The Board agreed the following response: *the Board will act to implement these recommendations.*

**Action:** Ashok to inform the auditors of the response and to implement the recommendations.

3.6 The Board considered the Trustee Report, asking that the wording of the bulleted items in the section of future key priorities be clarified (i.e. to ensure their link to the charity’s aims is explicitly made).

**Action:** Ashok to make the necessary amendments to the Trustee Report.

#### 4. Special Resolutions to the AGM

4.1 Ashok presented the draft paper on two draft Special Resolutions: one to change the Articles of Association to remove the minimum age limit on LCC membership; and another to amend Standing Orders to remove the maximum word limit on trustee election statements by candidates.

4.2 The Board approved these resolutions.

**Action:** Ashok to submit these Special Resolutions to the AGM, with an accompanying narrative.

#### 5. Implementation of 2013 AGM Resolutions

5.1 Ashok presented the draft report to the 2014 AGM on the implementation of resolutions from the last AGM, suggesting that if the Board was generally in approval of these then the relevant subcommittees should consider them, making any final changes ahead of sign off by the Board at its September meeting.

5.2 The Board approved the report in general terms and asked that C&AM consider Motions 3, 4 and 5; that IGC consider Motion 6; and that the LGF consider Motion 8 so as to finalise the categories of awards to be made, with the format for making them at the AGM to be determined by the AGM working group.

**Action:** Mustafa, David, Suzanne and Ashok to table the draft report at relevant committee/working groups.

#### PAPERS NOTED

- a. FAC Minutes, 30<sup>th</sup> June 2014 (draft)
  - b. IGC Minutes, 3<sup>rd</sup> July (draft)
  - c. C&AM Minutes, 24<sup>th</sup> June 2014 (draft)
  - d. Policy Forum Minutes, 25<sup>th</sup> June 2014 (draft)
  - e. Staff Report, July 2014
- (HRC: no meeting since the last Board.)

Signed as a true and accurate record by:

(Chair).....

On.....