



Civic Voice, The Coffin Works, 13-15 Fleet Street, Jewellery Quarter, Birmingham, B3 1JPE
www.civicvoice.org.uk

CIVIC VOICE BOARD MEETING NUMBER 41

13th September 2017, 1pm 4pm
The Coffin Works, 13-15 Fleet St, Birmingham B3 1JP

Attendees Joan Humble (Chair) Paul Bedwell Phil Douce David Evans Martin
Gunson (Treasurer) Roger Sutton Chris Winter

In attendance: Ian Harvey (Executive Director)

1. WELCOME AND INTRODUCTIONS

The Chair welcomed members to the 41st Civic Voice board meeting and said that she hoped all members of the team (staff and trustees) had managed to enjoy a pleasant summer and enjoy a good break as we have a heavy workload ahead of us leading up to the Annual Convention in Wakefield.

2. APOLOGIES

Mary Ash

3. MINUTES FROM JULY 2017

The board agreed the minutes from the 40th Civic Voice board meeting on July 27th.

4. CONFLICTS OF INTEREST

Joan Humble and Martin Gunson would be required to leave the room for item 10 when the board of trustees discuss the appointment of Chair and Treasurer for 2017-2018.

5. EXECUTIVE DIRECTOR REPORT

A verbal report was provided by the Executive Director who explained that the previous few months had been a challenge with the transition of Civic Voice and new appointments but that we completed the restructure ahead of the target date of July 1st. It was explained that workload is still greater than the resources but that once we get through the Annual Convention, it is hoped the board will be able to update the strategic plan. The Executive Director went through the Risk Register highlighting in particular as High Risks to the organisation

- (a) Cash flow challenges
- (b) Loss of Key staff
- (c) Long term funding

6. COMMITTEE UPDATES

The Executive Director presented a short introduction by explaining that based on feedback from previous board meetings, only the actions from the various committee are being shared and not the full minutes.

a. FINANCE UPDATE

The Executive Director presented a paper setting out the Management Accounts.

It was explained that the financial challenge facing the organisation remains and expenditure is still three times as much as civic society membership income and unless membership income increases, external funding will continue to be required.

b. GOVERNANCE COMMITTEE

The actions were approved for the committee to implement.

c. MEMBERSHIP COMMITTEE

Phil Douce, Chair of the Membership Committee discussed the background to the actions being submitted for approval.

All actions from the Membership Committee were agreed to be complete in partnership with the Membership Committee and Membership Development Officer.

d. FUNDRAISING COMMITTEE

It was explained that the fundraising committee would be meeting on September 26th but that a number of funding items are being updated for item 12 for this meeting.

e. STAFFING COMMITTEE

It was explained that the staffing committee had not met but would be doing so at the start of November when we start addressing business plans for 2018-2020. It was noted that

- Anna Wilson has 12 months remaining on her contract (September 2018)
- Ian Harvey is not funded post April 2018

These two individuals leaving Civic Voice have been identified as a risk in the risk register.

7. CHARITY ACCOUNTS FOR 2016-2017

The Treasurer submitted a final Trustees Report for the Charity Accounts 2016-2017.

The board agreed:

- The accounts as a true record of the organisation for 2016-2017
- For the Charity Accounts to be issues to the members 14 days before the Civic Voice Annual Convention and AGM in line with the Civic Voice constitution.
- For the Accounts to be made available on the website but that printed copies will not be provided to keep costs down

Date for decisions to be implemented: (7th October)

8. TO APPROVE THE APPOINTMENT OF INDEPENDENT EXAMINERS

The Executive Director explained that Hargreaves and Woods have been the Independent Examiners of Civic Voice since we set up. They were recommended by Martin Meredith due to his relationship with them through Chester Civic Trust.

Martin Gunson, as Treasurer said that following a piece of work, he was recommending the board that we change Independent Examiner and proposed Messrs. McMillan and Co. LLP, Chartered Accountants, of Buckshaw Village, Chorley are happy to be as Independent Examiners for 2017-2018 due to cost and due to their experience.

The board agreed:

Messrs. McMillan and Co. LLP, Chartered Accountants, of Buckshaw Village, Chorley as Independent Examiners for 2017-2018 and for this to be recommended to the Civic Voice AGM.

Action

- recommend the auditors to the AGM as a standard part of the AGM and to inform the existing auditors that we have reconsidered the appointment.

9. CIVIC VOICE BOARD PAPER: TRUSTEE ELECTION PROCESS

The Governance Committee updated the board on the status of the Trustee Election process. Roger Sutton had withdrawn his nomination from the election as he wanted to give Gavin Orton, Birmingham Civic Society the best chance possible to be elected to the board.

This resulted in: Joan Humble, Paul Bedwell and Gavin Orton all being elected to the Civic Voice board for 2017-2018

Joan Humble thanked Roger Sutton on behalf of the board for all his contributions to Civic Day and the Membership Committee for the past three years.

10. TO APPROVE THE CHAIR AND TREASURER FOR 2017-2018

Joan Humble and Martin Gunson left the room at this point and Phil Douce chaired this part of the meeting.

It was agreed to implement Article of Association 47.1 that requires that the appointment of the Chair and Treasurer be put to the members for ratification by ordinary resolution at the AGM after the board meeting that approved them.

Phil Douce proposed that Joan Humble was appointed Chair and that Martin Gunson appointed Treasurer for the period October 2017-2018 on the basis that they are willing to accept

David Evans seconded the decision. All approved.

It was agreed: -

- To recommend Joan Humble to the members as Chair for 2017-2018
- To recommend Martin Gunson to the membership as Treasurer for 2017-2018

11. CIVIC VOICE BOARD GOVENANCE – 6 MONTH REVIEW

At the January 2017 meeting, we made the decision to approve a Governance model of *a mix of steward and stakeholder model but to review it within six months to ensure it was working for all concerned and to update the model once we started working.*

The board agreed to update the Governance model for the organisation as it has evolved over the past six months. The new approach and way forward was agreed as an evolving model with a hybrid of:

Stewardship Model – The board works with management to guide the organisation and is actively engaged in strategy and advising the management

Resource model – the board acts as a resource for the organisation and offers volunteer time, networks, representation, skills etc common in start-up and community and social organisations.

12. CIVIC VOICE REVIEW AND UPDATE

The Executive Director explained that he had recently held a review meeting with Deborah Lamb (Historic England Deputy CEO) to review the progress for the Civic Voice Review and the 42 recommendations.

The discussion then moved into possible further funding from Historic England. The board discussed 4 possible grant applications that were in the mix following on from the Executive Director's meeting.

1. A grant to investigate the feasibility of operating a back end service to support the civic movement as a method to help grow Civic Voice individual supporter subscriptions
2. A grant to support the appointment of an Campaigns Officer for Civic Voice

3. A research proposal from the Civic Voice working group the Alliance of Cathedral Cities
 4. A grant to run a Conservation Area Awards Scheme.
- The Chair explained that now that we have a strategic plan in place, each proposal will be measured against this when the board make a final decision about what to apply for.
 - It was noted that we do not want to become reliant on Historic England for funding at the cost of our independence so this will be taken into consideration when a decision is made
 - It was explained that even if Historic England is not the funder, the funding committee will be discuss each proposal as we may feel a charitable foundation could be approached to support

It was agreed: -

- To hold further discussions with Historic England and to develop the proposals up further and for a final decision on the above to be taken at the October meeting. A deadline of early November for submission would be required.
- To look at the payment terms for each contract to try and get payment up front where possible
- For the Conservation Area Award to be integrated with the Civic Voice Design Awards following discussion and agreement with the Civic Voice Design Awards judges

David Evans asked for it to be minuted that he disagreed with the decision and way forward.

13. AWAYDAY DATE AND AGENDA 2017

The board agreed for the awayday to take place on November 17th in Birmingham (Coffin Works).

It was agreed for:

- Ian Harvey to facilitate the session and all staff to attend
- To invite Helen Kidman (Regional Forum Chair to attend)

14. AOB/PRIVATE BUSINESS

No AOB or Private Business was submitted to the Chair.

15. END OF MEETING REVIEW

- a) The Chair asked the board to consider if they had been able to make decisions? All in agreement.
- b) Were they happy that the items discussed were the key issues facing the organisation? All in agreement.
- c) Did they receive all the documentation they wanted? All in agreement.
- d) If everyone had behaved appropriately and in a respectable manner to each other? All in agreement.

Future meetings dates in Birmingham at 1-4pm at the Coffin Works, unless specified.

20/21 st October – Annual Convention in October Wakefield		
October 21st - 1 st meeting of new board in Wakefield		
November 17 th Awayday	December 13th, 2017	January 30th, 2018
April 25th, 2018	July 25th, 2018	September 19th, 2018

<http://www.civicvoice.org.uk/about/meetings/>