

**BOARD MEETING MINUTES**

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| **Title of Meeting:** | Suffolk Libraries IPS - Board Meeting | |
| **Date:** | Thursday 17th December 2020 | |
| **Place:** | Virtual Meeting via Zoom | |
| **Time:** | 10:00am-12:00pm | |
| **Board Members:** | **Name:** | **Month and year of appointment:** |
| Tony Brown (Chair) | September 2013 |
| Sylvia Knights (Vice Chair) | February 2012 |
| Bruce Leeke (Chief Executive) | February 2018 |
| Maureen Garratt Simpson | September 2018 |
| Alison Leyshon | December 2018 |
| Kathy Oliver | August 2020 |
| Rebecca Leek | August 2020 |
| Sheila Fox | August 2020 |
| Liz Ditton | August 2020 |
| Debra Reay | August 2020 |
| Derrick Haley | August 2020 |
| Georgie Quinn | December 2020 |
| David Styles | December 2020 |
| **PRESENT:** | * Tony Brown **(TB)** * Sylvia Knights **(SK)** * Bruce Leeke (Chief Executive) **(BL)** * Maureen Garratt Simpson **(MGS)** * Alison Leyshon **(AL)** * Kathy Oliver **(KO)** * Rebecca Leek **(RL)** * Sheila Fox **(SF)** * Liz Ditton **(LD)** * Debra Reay **(DR)** * Derrick Haley **(DH)** * Georgie Quinn **(GQ)** | |
| **In attendance:** | * Mandy Wilkinson (Head of Finance) **(MW)** * Mike Ellwood (Compliance Manager) **(ME)** * Laura Richardson (Clerk to the Board) **(LR)** * Sam Cayford (From SCC) **(SC)** * Paul West (From SCC) **(PW)** * Kevin Rodger (Potential new board member) **(KR)** | |

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| **No.** | **Agenda Item:** | **Actions:** |
|  | **Welcome and apologies**  **Apologies:**   * Gemma Levi (From SCC ) **(GL)** * David Styles **(DS)**   The group introduced themselves to the new Board Members. |  |
|  | **Change to the Constitution:**  Under the powers of the Corporate Insolvency and Governance Act 2020, which provides special powers for charities to act during Covid restrictions, a proposal to amend the Constitution to add the co-option of up to three young trustees to the composition of the Board of Directors was sent to all 44 Friends Groups.  (Clause 56).  The vote was held between 24/11/20 - 7/12/20. 31 groups responded, all voting in favour, so the amendment was passed. (75% of votes cast is necessary for a vote to be passed).   * In non-COVID times the vote would be taken at an Extraordinary General Meeting, but with physical meetings not currently possible, the Government enacted emergency legislation, the Corporate Insolvency and Governance Act 2020, to enable charities continued operation in these extraordinary circumstances, meaning members still have the right to vote, but the charity can require this to be done electronically * An email vote was then held during 24/11/20-7/12/20, in which secretaries of the 44 Friends Groups voted on proposed changes to Suffolk Libraries constitution to part 56, with the addition of subclause (f) The Board of Directors may in addition co-opt up to three young people as Directors * Out of the 44 Friends Groups there were 31 responses, therefore 100% were in favour of the change * DS and GQ confirmed co-opted to two of the new young trustee roles. * KR co-opted as non-member. * There remains one young trustee vacancy and one co-opted member vacancy. * LR notifying FCA of changed Constitution. | **LR** |
|  | **Proposed Co-option:**  KR introduced himself.  The board agreed to co-opt KR. Proposer: SK Seconder: MGS |  |
|  | **Declarations of interest**  None declared. |  |
|  | **Declarations of the Board Code of Conduct**  New Board Code of Conduct attached for reference (reviewed at G&R meeting 01/12/20)  All to please return to LR via email or post to Ipswich. | **ALL** |
|  | **Review of Action Log**  Great feedback on the action log, will remain in place. Any further queries to LR. |  |
|  | **Minutes of previous meeting of 29 October 2020**  Confirmation of the accuracy of the minutes of the last meeting of the Board and to receive and note minutes of and/or to determine recommendations made by committees.  Agreed as correct. |  |
|  | **Review and agree Directors Terms**  Agreed and adopted by the group. |  |
|  | **Committee reports:**   * Finance and Audit (SK) * Governance and Risk (AL) * HR (TB) * Health and Safety (MGS)   SK: met 26th November, main discussion around finance report, Covid grants are keeping us in surplus currently, not eligible for 2nd phase of grants. Looking into replacing mobile library, ongoing, donor has come forward for this which is fantastic. Discussion around set up of new trading company to further the Discover More (App) Project. Kickstart programme taking on 30 young people across Suffolk Libraries, 8 started last week, first organisation in country to take part. Cannot be a gateway organisation due to parameters being changed, been involved in DWP discussions around this so really positive still. Overspend on IT budget, due to update on self-service and a software licence; turned out not to be overspend as items were required and thus classified as additional expenditure. SPINE not happening due to Covid. Launching a research project in January mapping the use of library services to people’s emotional needs with UoS. NPO: very active during lockdown, set up new access and diversity board, not sure what financial settlement will be for years 4 and 5 yet. DR: how do we report back to the Board about this project? (DR is the NPO representative from the Board) SK: KV usually feeds back to F&A meeting, TB: add project as agenda item at future board meetings.  AL: met 1st December, approved TOR, approved code of conduct change, reviewed work programme for year, policies that are reviewed by the committee. Will meet 3 times a year now. Noted levels of insurance cover are adequate, agreed to pick up again when due for review next year - can any savings be identified - will discuss with MW. Looked at risk registers, one for Covid, one for top level risks, happy with these documents. Very sad to hear of ME retirement, great thanks and well wishes to ME for future endeavours. When he retires in March.  TB: met 10th December, TB chaired this meeting while chair was elected. KO will be future chair. Reviewed action log, TOR, policies that are reviewed by this group. Looked in detail at Making Your Life Better Programme, presentations from front line staff involved in this, documents available in the Board folder that all Board members have access too if anyone wishes to review these. Check in system for staff appraisals is being added to the HR system iTrent so this can be better monitored. People plan, training, absences etc. were all looked at in detail.  MGS: not met yet, meeting early next year, extra meeting being planned for January.  TB: accessibility and diversity board being created to monitor strategies in that area, was sent by Laura Cooke (LC) (HR Manager), TB to share with the Board. Hoping to recruit one Board member at least please, all to share your interest in this with TB/BL or with LC directly.  TB encouraged group to join the various committees if they haven’t already, fastest way to learn about the organisation. Please let LR know if you would like to join any of these. | **LR** |
|  | **Management reports:**   * Chief Executive * Head of Finance   BL: Please see report for further details. This highlights key work done since last Board meeting against the four strategic pillars. Digital inclusion: working with SCC to set up ‘tech hubs’, ongoing discussion if these will be based in libraries. Impact report ‘lifeline telephone service’, returned £4.12 to every £1 spent, fantastic considering all done remotely, people felt cared for and valued and part of their community, great feedback on the reach and effect this is having on the community - developing into longer term programme. Sing along with Santa: volunteers from SLT and the ‘Locals’ manager done by zoom, over 70 participants, well received. Continue to develop engaging remote content for the community. AL: Kickstart, what are implications of not being a gateway organisation? BL: funding is for each placement, separate from being a gateway organisation. LD: who is included in leaving numbers? BL: normal numbers but some of those closer to retirement age have retired slightly early due to Covid, and some relief workers have left due to Covid too. SC: ‘tech hubs’: discussion yesterday about bid put in for funding wasn’t successful, BL has done fantastic job of selling the libraries for this position, will be ongoing and libraries are front and centre. TB: would be great for Suffolk Libraries to be part of this.  MW: please see report for further details. Please send any further queries to MW by email. Projected loss of £213,00 in emergency budget created as a result of Covid, year to date loss of £170,000 if Covid grants are discounted. Expect to have a surplus at the end of the year due to the Covid grants. Hoping to resume browsing in January, won’t be seen in finances probably until February so late fees will begin being incurred. Extensive work expected in Q4, includes roll out for rebranding of libraries. Trying to refurbish or purchase new (or second hand) mobile libraries, will affect surplus at year end. Today received company number for trading company for Discover More project. RL: has not having fines in libraries ever been considered? Lots of research available into the effects of this on library usage etc. BL: did remove last year late fines on children’s books, keep an eye on what other libraries do, research does support increased engagement when fines are removed, would need further research, consideration, and liaising with SCC. KR: when is SL financial year? And what forecasting has been done into recovery of Covid impact? MW: 1st April – 31st March, lucky to have continuation of SCC contract, biggest areas of risk in charges and room hire being lost due to Covid. Trying to encourage regular room hires to continue next year. Budget next year will be reviewed by the Board, mitigations of risks will be included. |  |
|  | **Items Reviewed and Agreed by Committees:**   * Insurance papers that were reviewed by the G&R Committee 1/12/20 - Adopted. * Risk Register (reviewed by the G&R Committee 1/12/20) BL: Risks have been consolidated after previous feedback. Members of SLT update this monthly at least, reviewed at monthly SLT meetings, they are responsible for this. AL: very thorough process to get it to where it is now, helpful format now, will continue to be monitored by G&R Committee - Adopted. * Investment Policy (reviewed by F&A 26/11/20) - Adopted. * Scheme of Delegation (reviewed by F&A 26/11/20) SK: regularly updated - Adopted. |  |
|  | **Advocacy Update**  BL: advocacy work with national government: no specific update other than Kickstart as highlighted, discussing with DWP, will provide updates when possible. BL is part of NHS England Adult Community Mental Health Transformation Board, finding better ways to support communities holistically, BL had a recent meeting with the CCG about the Discover More app regarding funding for this. Documents included in todays meeting highlight the importance of libraries in supporting people’s wellbeing. LD: how do we target funding for this? BL: dual approach. |  |
|  | **Any other business:**   * New Trustee Induction – BL: has carried out recent inductions with new members. TB: if new trustees would like any further one to one support, please contact TB, BL or any of the existing Board members. * Any questions from new Board members – please contact BL/TB. * Update on registering new CIO, Friends of Suffolk Libraries (FOSL) with the Charity Commission (MW) – see above finance update. * Change of hours for Wickham Market (DH) – being reviewed again, will be circulated to Board members, not discussed at the meeting.   TB read some lovely feedback from customers to the group. | **LR** |
|  | **Date of Next Meeting:**   * Thursday 25th February 2021 – 10am-12pm |  |

**The meeting closed at: 11:30am**