

MEETING MINUTES

Board/committee: Riverside Foundation ('the Charity'), Registered Charity No. 513727

Date and time: 12 noon, 23/10/2017

Location: 2 Estuary Boulevard, Estuary Commerce Park, Liverpool, L24 8RF

Present:

- Mrs S Jee (SJ) – Chair
- Mrs C J Kennefick (JK) – Trustee – from Agenda Item 4.2
- Mrs B Guile (BG) – Trustee
- Mrs L Wright (LW) – Trustee

**In attendance:
(The Riverside Group (TRGL)):**

- Ms K Henderson (KH) – Head of Strategy and Planning
- Mr J R W Wood (JRWW) – Executive Director, Neighbourhood Services
- Ms R Rew (RR) – Financial Accounting Manager
- Ms E Turner (ET) – Head of Treasury
- Ms J Hoyle (JH) – Governance Officer
- Ms J Vail (JV) – Senior Governance Officer (Secretary)

Min ref:	Agenda item	Action
726/17	<p><u>Apologies for absence (Item 1.1)</u></p> <p>Apologies for absence were received from Mr P Han (PH). It was noted that JK had been delayed and would arrive after the start of the meeting.</p> <p>The Trustees welcomed Mrs Linda Wright, new Trustee, to the meeting.</p>	
727/17	<p><u>Declaration of Interests (item 1.2)</u></p> <p>The Trustees noted the statement of their interests in TRGL boards and committees.</p> <p>No other interests were declared.</p>	
728/17	<p><u>Minutes of the Previous Meeting (item 1.3)</u></p> <p>The minutes of the meeting held on 25 July 2017 were approved as an accurate record.</p>	
729/17	<p><u>Matters Arising (item 1.4)</u></p> <p>The status of Matters Arising from the previous meeting were noted and it was agreed to close the items identified as complete for the purposes of the report.</p>	

Min ref:	Agenda item	Action
	<p>The following additional updates were noted:</p> <p>Minute 719/17biii Discussion Paper Regarding the Potential Use of Foundation Funds With reference to the Gate Buddies Spending Plan Project it was noted that a review of the project's outcomes and success had not been circulated in advance of the meeting as requested by the Trustees.</p> <p>The Trustees acknowledged the inherent complexities of working with ex-offenders which presented particular challenges for delivery of the Project. In the circumstances of the Charity's funding for the Project ending in December 2017, the Chair raised the possibility of holding an additional meeting of the Trustees before then to review the Project. After discussion the Trustees requested that an evaluation report on the Project be submitted to the next meeting of the Trustees in January 2018.</p> <p>Minute 720/17 Internal Audit Review of Reported KPIs for 2016/17 KH confirmed that Home Improvement Agency publicity materials had all been withdrawn.</p> <p>Minute 722/17 Whole Board Appraisal Results Summary Following a query from SJ it was confirmed that Whole Board Appraisal questions for the Charity would, in future, be tailored slightly and/or include explanatory notes for additional assurance of the findings and accurate measurement of Board effectiveness.</p> <p>Minute 722/17 Induction JH reported that an Induction Programme for new Trustees would be circulated via email, followed up by meetings with other Trustees and key staff on the day of the next meeting of the Trustees in January 2018.</p> <p>Minute 722/17 Training JV reported that the Governance Team was developing a Training Programme for Trustees comprising resources from a number of sources:</p> <ul style="list-style-type: none"> • Internal, for example from TRGL's Strategy and Planning team • External, for example, from the Board Development Agency (BDA) in the form of webinars • Briefing Sessions, as and when required to be delivered before/after the Charity's meetings • Other ad hoc training opportunities which would be circulated using REX and/or email. <p>Minute 722/17 Charity Commission The Trustees agreed that Riverside's Governance team would circulate to them The Charity Commission's publications: 'The Essential Trustee' annually; and Update quarterly.</p>	<p>KH</p> <p>JV/JH</p> <p>JV/JH</p> <p>JH</p>

Min ref:	Agenda item	Action
730/17	<p><u>Riverside Foundation Investment Policy (Item 3.1)</u></p> <p>ET introduced the report and the Trustees discussed the proposals in detail. The Trustees noted the proposed implementation date of the end of 2017 or beginning of 2018.</p> <p>After discussion, the Trustees approved:</p> <p>a the Investment Policy Statement (Appendix 1), updated to mirror TRGL's which had been updated earlier in 2017; and</p> <p>b the opening of deposit/money market facilities in the Charity's name, with one or more financial institutions meeting the requirements set out in the Riverside Group Treasury Policy (Appendix 2). [REDACTED]</p>	
731/17	<p><u>Proposal to further fund the Intensive Intervention project (Item 3.2)</u></p> <p>Following a request for further information at the last Trustees' meeting on 25 July 2017, KH introduced the proposal to fund the Intensive Intervention Project for a further 2 years until March 2020.</p> <p>The Trustees highlighted the following:</p> <ul style="list-style-type: none"> the negative impact that the introduction of Universal Credit had on some individuals financially, therefore further supporting the need for the Intensive Intervention Project that non-financial related aspects of the service in terms of social support were essential to those particularly vulnerable, which was evident in the case studies found in appendix 1 with reference to the table at 2.3, following a query from LW it was clarified that the 'financial benefit' value was actually around £1,000 per tenancy and confirmed that this would be reported as accurately as possible moving forward that although the financial benefits were important, the holistic results of the Intensive Intervention project should be prioritised as a measure of the project's success that a further guest speaker from the Project would be beneficial allowing for an additional perspective from that provided by Peter Gallagher who presented the Guest Slot at the meeting on 25 July 2017 and that this would be arranged for a future meeting that new targets and KPIs would be fed back to Trustees quarterly. <p>After discussion the Trustees:</p> <p>a approved the proposal to fund the Intensive Intervention project with funding of [REDACTED] to extend the project to end March 2020; and</p> <p>b looking forward to 2020 agreed to raise with TRGL the possibility of it providing a higher level of support for the Projects supported by the Charity.</p>	<p>KH</p> <p>KH</p>

Min ref:	Agenda item	Action
732/17	<p><u>Riverside Foundation Finance Report (Item 4.1)</u></p> <p>RR introduced the Finance Report and highlighted its revised format reflecting the Charity's Financial Statements. The Trustees drew attention to the 'Statement of Financial Position as at 30 September 2017 (1.1) and 'Statement of Financial Activities as at 30 September 2017' (2.1) which related to actual income and expenditure.</p> <p>A discussion followed on the 'Project Spend' table (3.0) which listed the distribution of spending across the Charity's six Projects: Employment and Training; Helping Hands; Intensive Intervention; Gate Buddies; Money Advice; and Affordable Warmth.</p> <p>In line with discussions held earlier in the meeting, Trustees raised concern over the 79% spend for Gate Buddies at the end of quarter 2 while all other projects appeared to be on track. The Trustees requested that a column relating to 'Expected Spend' be added in future Finance Reports.</p> <p>The Trustees:</p> <ul style="list-style-type: none"> a noted the Finance Report. b Authorised a payment to TRGL for up to £260,000 for approved project costs incurred to the end of September 2017. <p>JK joined the meeting.</p>	RR
733/17	<p><u>Management and Operational Update (including review of Delegated Authorities) (Item 4.2)</u></p> <p>KH introduced the report, highlighting the change in the format of the Management and Operational Update, with finance information now being presented as a separate agenda item.</p> <p>The Trustees discussed the following:</p> <ul style="list-style-type: none"> a with reference to staffing structures KH confirmed that in line with TRGL's Target Operating Model (TOM), some vacancies in both the North and the Liverpool City Region had now been filled; b Appendix 1, Delegated Authorities had been appropriately tailored in line with the Charity's requirements from the TRGL Scheme of Delegated Authority; and c in relation to section 7.1.5 on the liquidation of funds and the requirement for this to be authorised by Trustees it was confirmed that this was not necessary as such issues would be presented in a following report in line with discussions held with ET under item 3.1 'Riverside Foundation Investment Policy'. <p>After discussion the Trustees noted:</p> <ul style="list-style-type: none"> a the update in respect of current projects, staffing structures, management of funded projects, 2018/19 project proposals and also a review of Delegated Authorities; and 	

Min ref:	Agenda item	Action
	<p>b the KPI results of Quarter 2 to September 2017 and that they were performing well, subject to concerns raised earlier in the meeting in relation to Gate Buddies.</p>	
734/17	<p><u>Proposed Meeting Dates for 2018 (Item 5.1)</u></p> <p>The Trustees discussed the proposed meeting dates for 2018 and agreed to reschedule the meeting on 11 January 2018 to a new date, subject to all of the Trustees' availability, to be established after the meeting.</p> <p>The Trustees:</p> <p>a approved the meeting dates for April, July and October 2018.</p> <p>b agreed to reschedule the January 2018 meeting allowing all Trustees to be in attendance.</p>	JH
735/17	<p><u>Governance Best Practice – Director's Duties (Item 5.2)</u></p> <p>JV confirmed that the report (item 5.2) was submitted to all Boards and Committees as an annual report reminding members of their duties. Additional information and guidance has been included to provide a more comprehensive overview. It was agreed that the document provided Trustees with an additional training resource.</p> <p>The Trustees noted:</p> <p>a the report submitted to TRGL Board at its meeting on 4 October 2017 attached as an Appendix;</p> <p>b Section 5.5 on page 4 of the attachment titled 'Charities – duties of trustees' and;</p> <p>c that further information on Trustees' duties is available in the Charity Commission document 'The Essential Trustee' available on its website and that JH would circulate the link to Trustees after the meeting.</p>	JH
736/17	<p><u>Risk Register (Item 5.3)</u></p> <p>The Trustees discussed the Risk Register with progress against changes highlighted in yellow. It was confirmed that all actions had been completed from the previous Trustees' meeting and that there will be an annual review of the Register.</p> <p>Trustees approved the revised Risk Register.</p>	KH
737/17	<p><u>Any Other Business (Item 6)</u></p> <p>Guest Speaker</p> <p>BG proposed and the Trustees agreed that the next Guest Presentation (for January 2018) be an employee on the Affordable Warmth Spending Plan Project since the requirement for this service will increase in the winter months.</p>	

Min ref:	Agenda item	Action
	<p>Investment Policy ET proposed and the Trustees agreed that a report on the high level cash flow information be submitted to future meetings of the Trustees.</p> <p>Retirements and Resignations JK queried the retirement of Mr P Han as recorded in the July 2017 Minutes. Following discussion it was agreed that this be clarified.</p> <p>JRWW confirmed that following TRGL staffing changes and the TOM, he would no longer be attending the Charity's meetings and that Hugh Owen, Director of Strategy and Public Affairs would be attending instead. Trustees thanked JRWW for his service to Riverside Foundation.</p>	<p>ET</p> <p>JV/JH</p>
738/17	<p><u>Date and Time of Next Meeting (Item 7)</u></p> <p>It was agreed that the next meeting would be held at Riverside, 2 Estuary Boulevard, Estuary Commerce Park, Liverpool L24 8RF at in January 2018, date to be agreed.</p>	

Signed.....
Date.....