



## MEETING MINUTES

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

**Date and time:** 12PM, 16/07/2019

**Location:** Corporate Services Meeting Room, Riverside Head Office, 2 Estuary Boulevard, Estuary Commerce Park, Speke, Liverpool, L24 8RF

**Present:**

- Michelle Dovey (MD) – Chair
- Mark Cullinan (MC) – Trustee
- Jane Harris (JH) – Trustee
- Jacky Vince (JV) – Trustee
- Linda Wright (LW) – Trustee

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

- Sallie Bridgen (SB) – Dedicated Riverside Foundation Resource
- Lyn Bowker (LB) – Equality and Diversity Manager (item 2.1 only)
- Kate Henderson (KH) – Head of Strategy and Planning
- Hugh Owen (HO) – Director of Strategy and Public Affairs
- Connie Hunter (CH) – Governance Officer
- Lisa Worrall (LWo) – Financial Accounting Team Leader

Min Ref	Agenda Item	Action
830/19	<u>Apologies for Absence (Item 1.1) (VER.)</u>  There were no apologies for absence.	
831/19	<u>Declarations of Interest (Item 1.2) (VER.)</u>  MD declared an interest as a TRGL board member. MC declared an interest as Chair of Impact Housing Association Ltd.	
832/19	<u>Minutes of the Previous Meeting ('Meeting Minutes') – 01/02/19 (Item 1.3)</u>  The minutes of the previous meeting on 23 April 2019 were <b>APPROVED</b> as an accurate record and signed.	
833/19	<u>Matters Arising (Item 1.4)</u>  The status of all Matters Arising from the previous meeting were <b>REVIEWED</b> and it was agreed to close the items identified as complete for the purposes of the report. The following additional updates were provided: <b>Minute 808/19 – Management and Operational Update</b>	

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	<p>There had been an initial meeting regarding the long term impact of Ladders of Aspiration and Trustees would be informed when further information was available.</p> <p><b>Minute 809/19 – Financial Update (February 2019)</b></p> <p>a. Committed spend – this had been included in the Financial Update for the meeting on 16 July 2019 therefore this item could be closed.</p> <p>b. Treasury update – Emma Turner (ET), Head of Treasury, had provided a narrative following circulation of the meeting papers; Riverside had instant access to their investment which provided a lower interest rate, however, Foundation had to give notice to withdraw from their investment, giving them a rate weighted at 3.41%, no figure for the return had been provided but Finance had been informed it was higher. The Chair was pleased to note that Foundation was receiving a much better investment rate than Riverside. HO advised that he would invite ET to the next meeting on 22 October 2019 to discuss the Treasury statement.</p> <p><b>Minute 810/19 – Small Bids Process</b></p> <p>SB circulated information on Shared Ownership at the meeting. This item could be closed.</p> <p><b>Minute 824/19 – Financial Update (April 2019)</b></p> <p>a. The Chair suggested ET invest the cash at bank in Blackrock. LWo agreed to check with Treasury why the money is drawn down at certain times. The Board agreed that the money should be invested as soon as possible. LWo to clarify what approval Treasury would require from the Board in order to do this.</p> <p>b. The Board was pleased with the new format. This item could be closed.</p>	<p>HO</p> <p>LWo</p>
834/19	<p><u>Riverside Foundation Programme of Work 2019 (Item 1.5)</u></p> <p>The Board <b>NOTED</b> the programme of work and the following matters were discussed:</p> <ul style="list-style-type: none"> <li>▪ HO explained that previously Trustees had agreed to spend interest made on investments on funding small bid applications. HO suggested implementing a framework that would make regular, formal requests across the business for small bids that aligned with Foundation's values. The Board agreed that this was a good idea and would improve communication that the funding was available. Initial priorities would be recommended in the Business Planning paper coming to the next meeting on 22 October 2019.</li> <li>▪ The Board agreed that it would be useful to see applications that had been refused before being considered by the Board. SB agreed to report on this at the next meeting on 22 October 2019 and it would be added to the programme of work as an annual item.</li> <li>▪ HO clarified that applications would be discounted if Riverside tenants would not benefit and all applications needed to have support from the relevant Regional Director. KH filtered the applications to identify those which met the criteria for funding and they were brought to the Board for consideration.</li> <li>▪ HO explained that previous Trustees had funded a project called Citizen's Supermarket, which had been proposed by Frank Fields (Birkenhead MP) to sell low cost food and offer advice to those on a low income.</li> <li>▪ HO suggested that the next meeting on 22 October 2019 include a trip to the Citizen's Supermarket to see how the funding was being used. The Board agreed that this would be beneficial.</li> </ul>	<p>HO</p> <p>SB CH</p> <p>HO</p>

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835/19	<p><b><u>Equality, Diversity and Inclusion (EDI) – Lyn Bowker (Item 2.1) (PR.)</u></b></p> <p>The Board <b>NOTED</b> the presentation and the following key points were raised for discussion:</p> <ul style="list-style-type: none"> <li>▪ The Board was requested to complete 2 e-learning modules on Learning Zone, ‘Equality &amp; Diversity’ and ‘Unconscious Bias’. Details of how to access this would be circulated after the meeting.</li> <li>▪ The work and purpose of the 3 staff groups at Riverside were outlined; Enable, Spectrum and Origin. HO added that this was an excellent network voluntarily run by staff and each had an Executive Director as a Champion.</li> <li>▪ Equality Impact Assessments (EIA) ensured that risks were considered surrounding any actions which may impact diverse people e.g. shrinking the size of letter print would have a negative impact on visually impaired customers. The Board requested assurance that items brought for Board consideration had undergone an EIA. SB confirmed that this was the case. CH agreed to check that this was included on standard report templates, and SB would ensure that future Foundation reports included this.</li> <li>▪ KH stated that she would push for assurance that an EIA had been completed when reviewing applications for core funding.</li> <li>▪ The Equality Act 2010 and what were protected/ unprotected characteristics. LB confirmed that Riverside offers extra protection for people not included in the Act, e.g. non-binary people and transgender people who did not want reassignment surgery.</li> <li>▪ Approval had been given by TRGL for a Reverse Mentoring Programme pilot to address diversity in Leadership groups. HO confirmed measures were in place to tackle diversity in marketing videos and photographs.</li> </ul> <p>The Board thanked LB for the presentation.</p>	<p>CH</p> <p>CH/SB</p>
836/19	<p><b><u>Management and Operational Update (Item 3.1)</u></b></p> <p>The Board <b>NOTED</b> the following updates in the report:</p> <ul style="list-style-type: none"> <li>▪ SB explained that the report had been updated to reflect the KPIs agreed at the last meeting on 23 April 2019. The target for Employment &amp; Training had been revised back to 400 customers.</li> </ul> <p><b>Ladders of Aspiration (LoA)</b></p> <ul style="list-style-type: none"> <li>▪ The Chair highlighted that the report referred to ‘Gate Buddies’ which was no longer funded. SB confirmed that this should be ‘Street Buddies’.</li> </ul> <p><b>Intensive Intervention</b></p> <ul style="list-style-type: none"> <li>▪ The Board were disappointed to have lost 1 officer in the North. KH assumed that this was due to the temporary nature of the job and employees may leave for the security of a permanent position.</li> <li>▪ The Chair suggested that the model may not be operating effectively and that feedback be given to project officers that bids for future funding would need to address this issue.</li> </ul> <p><b>Recruitment of a Young Trustee</b></p> <ul style="list-style-type: none"> <li>▪ The Board agreed that the inability to recruit a young Trustee was disappointing, however they had explored all options and it was time to end the active recruitment</li> </ul>	<p>SB</p>

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	<p>process. KH added that the Board did not have any major skills gaps, however, following the next Whole Board appraisal they could revisit if there was still a need to recruit a young Trustee. The Board would continue to be mindful of potential candidates.</p>	
837/19	<p><u>Financial Update (Item 3.2)</u></p> <p>The Board <b>NOTED</b> the update and the following points were raised:</p> <ul style="list-style-type: none"> <li>▪ The investment figure stood at [REDACTED], this was the same figure as the last Quarter as Finance had not received updated figures yet.</li> <li>▪ The figure for total resources expended (£68,016) included the committed spends made this year; the Dedicated Resource role and LoA.</li> <li>▪ The Board queried why Helping Hands' monthly spend was -£1k, LWo agreed to circulate further details after the meeting.</li> <li>▪ The Board queried why Helping Hands funds were not being spent. SB had identified examples where applications for LoA funding had been made which were more suited to Helping Hands, which may be part of the explanation.</li> <li>▪ The Board agreed that it should be made clear to Housing Officers that if reserves were not being utilised, they may not be funded again. If there was a need for additional funding for Helping Hands type support, this should be brought to the Board for consideration.</li> <li>▪ LWo agreed to provide a breakdown of Helping Hands resources, including Housing Officers' spend, in the report to the next meeting on 22 October 2019.</li> </ul>	<p>LWo</p> <p>LWo</p>
838/19	<p><u>Approval of Management Representation Letter and Financial Statements for Year Ended 31 March 2019 (Item 3.3)</u></p> <p>The Board reviewed the Financial Statements and Management Representation Letter and the following points were raised:</p> <p><b>Financial Statements</b></p> <ul style="list-style-type: none"> <li>▪ Agreed to remove the sentence 'This year Trustees also agreed to extend funding of Intensive Intervention and Gate Buddies projects...' as this was historical.</li> <li>▪ The sentence 'The Head of Strategy and Planning's salary, national insurance and pension are based on the proportion of their time spent fundraising for the Riverside Foundation' should be amended to 'The Head of Strategy and Planning's salary, national insurance and pension are based on the proportion of their time spent.'</li> </ul> <p>The Board <b>APPROVED</b>:</p> <ol style="list-style-type: none"> <li>1. The draft Management Representation Letter and authorised any Trustee to sign for and on behalf of the Company.</li> <li>2. The Financial Statements for year ended 31 March 2019 subject to the minor changes above being made.</li> <li>3. To delegate the Chief Financial Officer of TRGL authority to complete non-material adjustments prior to signing. Any material changes to the statements would be circulated to the Board for approval.</li> </ol>	<p>LWo</p> <p>LWo</p>
839/19	<p><u>Post-2020 Business Plan (Item 4.1)</u></p> <p>The Board <b>NOTED</b> the report and the following matters were discussed:</p>	

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	<ul style="list-style-type: none"> <li>▪ Appendix 1, a letter from Carol Matthews, setting out the terms for the donation of £900k from TRGL across 2018/19 and 2019/20. HO explained that the donation had been made during a time of uncertainty after rent reduction had been introduced by the Government, hence the terms including the requirement to fund the core projects for at least 2 years after 2020. HO added that as the era had changed, the terms may also change in the future, therefore a shorter business plan may be a more sensible option.</li> <li>▪ The Board considered the pros and cons of a 2 or 3 year business plan. KH explained that a 3 year business plan would be more aligned to the 3 year Corporate Plan, but the current funding would not stretch to 3 years of current activity levels, however it was personal choice for the Trustees. Trustees agreed that a 2 year Business Plan was preferable on this basis.</li> <li>▪ HO explained that it had been proposed that new tenderers had the option to make a cash donation to Foundation as part of their Social Value commitment. KH clarified this could not be a requirement due to Anti-Bribery laws. The option to do this may deliver further funding for the Foundation.</li> <li>▪ KH confirmed that the draft Business Plan would be brought to the next meeting on 22 October 2019 for approval. The draft Business Plan would be based on the recommendations in this report.</li> <li>▪ The strategic aim (page 52) 'supporting vulnerable customers' be amended to 'supporting vulnerable people'.</li> </ul>	KH
840/19	<p><u>Small Bids Application – Holiday Kitchen (Item 4.2)</u></p> <p>The Board noted the report and highlighted the following points:</p> <ul style="list-style-type: none"> <li>▪ KH confirmed that Lorna Cotterill, Regional Projects Officer, would target families most in need by circulating literature aimed to encourage Riverside customers to sign up and attend.</li> <li>▪ The Board were concerned that Everton already possessed a large amount of funds, and there was a proportionately low level of match funding, and potential risk that the project was under-funded. The paper did not provide sufficient information for the Board to make an informed decision.</li> <li>▪ KH explained that initially funding smaller projects in partnership with Everton would develop a good working relationship, which may benefit Foundation and Riverside in future projects.</li> <li>▪ The Board requested that reference to the project benefiting 'TRGL' be removed as it was not certain that it would benefit the whole Group.</li> </ul> <p>The Board <b>APPROVED</b> funding of £1,500 subject to:</p> <ul style="list-style-type: none"> <li>▪ Everton in The Community (EiTC) provide figures around how many Riverside tenants benefited from the project.</li> <li>▪ Clarification of level of match funding from EiTC.</li> <li>▪ Foundation receives a fair share of marketing and publicity.</li> </ul>	SB/LC  SB/LC
841/19	<p><u>Appointment of Sara Shanab as Company Secretary and Charity Contact (Item 5.1)</u></p> <p>The Board <b>APPROVED</b> the appointment of Sara Shanab as Company Secretary and Charity Contact with effect from 11 July 2019.</p>	

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842/19	<p><u>Proposed Meeting Dates 2020/21 (Item 5.2)</u></p> <p>The Chair explained that the meeting dates were being reviewed to coincide with Group Board meetings. The proposed dates would be re-issued.</p> <p>The Board agreed to reschedule the next meeting date to 22 October 2019 (formerly 24 October 2019).</p>	CH
843/19	<p><u>Any Other Business (Item 6) (VER.)</u></p> <p>There was no other business.</p>	
844/19	<p><u>Date of Next Meeting (Item 7)</u></p> <p>It was agreed that the next meeting would be held on 22 October 2019. The time and location TBC.</p>	

Signed.....

Date.....