

Minutes of a meeting of the board of trustees of Community Base held on 20th November 2008

Present: Sylvia Alexander-Vine (chair), Ros Cook, Bob Cristofoli, Adrian Davies, Paul Evans and Jane Frost

In attendance: Colin Chalmers (director and minutes) and Annette Moss (building manager)

1 Apologies

Apologies were received from Sarah Bourne, Lucy Stone and Deborah Sprackling.

2 Introductions and election of chair and treasurer

Everyone introduced themselves. The board elected Sylvia Alexander-Vine as chair and Bob Crostofoli as treasurer.

3 Audit of trustees' skills

The board asked Colin to collate information for an audit of trustees' skills for the January board meeting.

4 Minutes of September and October board meetings

The board approved the minutes of board meetings held on 18th September 2008 and 10th October 2008.

5 Matters arising from September and October board meetings

Colin reported that he had renegotiated our contract with Wastetech.

6 Participant group meetings September and October 2008

The board noted notes of the September and October 2008 participant group meetings.

7 Health and safety

Annette reported that our bi-annual portable electrical appliance testing will be happening soon at a significantly lower cost per item than last time.

8 Our carbon footprint

- a. Annette said she has been trying to source individual timers for our heaters but with no success.
- b. Annette said we were investigating other ways we can reduce the use of electricity in the building, possibly by creating circuits that allow most socket delivered electricity to be turned off overnight.

9 Finance

The board noted a balance sheet at 30th September 2008 and an actual against budget comparison for April to September 2008.

10 Payment of quarterly invoices

The board noted details of payment by licencees of October 2008 quarterly invoices. The board noted that most invoices were paid within 14 days but a few had not been paid after a month. The board asked Colin to discuss payment of invoices with groups with a view to resolving any problems.

11 Banking

- a. The board resolved to open a no notice value reserve account with Triodos Bank and agree to the conditions required to do so stated in the application form for this account.
- b. The board amended clause 4a of our policy on financial controls to "Community Base will normally have a current account and one or two deposit accounts for depositing reserves. The current account and one deposit account will be with CAF BANK. All accounts will be in the name of Community Base".
- c. The board deleted "with CAF BANK, a charity" from clause 5 of the reserves policy.

12 2009 annual meetings with participant groups

Colin reported that he hopes to hold his annual meetings with participant groups in January.

13 2009 annual questionnaire

The board noted that currently our website shows annual statistics for one year and questionnaire results for the following year because the questionnaire is carried out in January. The board agreed to hold the 2009 questionnaire later in the year so these two pieces of information relate to the same year for most of the time.

14 2009 guide to Community Base and other local services

Colin reported that he hoped to publish our annual poster guide to local services at new year as usual but pressure of work could delay this.

15 Mencap

- a. The board agreed to Mencap Supported Living Scheme changing its name to Mencap Personal Support and Mencap Pathway Employment Scheme changing its name to Mencap Education and Employment.
- b. The board agreed to Mencap Personal Support and Housing and Mencap Education and Employment swapping offices.

16 Request from Brighton Housing Trust to host Advice Services Strategy Group

The board agreed to a request from BHT to accommodate an employee in the BHT Advice Centre to help run the Advice Services Strategy Group (ASSG). The board agreed that BHT had the right to devote staff time to its partnership working with ASSG but not to allow ASSG to give its address as Community Base as it is a cross-sector partnership.

17 Use of Community Base as a postal address

The board agreed the director could accept requests from local community or voluntary groups for a postal address at Community Base at his discretion.

18 Community Base news

The board congratulated staff on the autumn 2008 edition of *Community Base news*.

19 Expansion of membership

- a. The board noted that Colin had raised the issue of expanding Community Base membership to groups with a postal address at Community Base or that regularly use our conference room at the recent annual general meeting. No views were expressed by current members on the suggestion.
- b. The board took the view that such an expansion would increase membership amongst local community groups that do not employ staff, a group currently significantly under represented in our membership; help clarify the difference between being a member of Community Base and being a licensee of space at Community Base – the two roles are entirely separate and the fact that currently only licensees are members leads some licensees to confuse the two roles; broaden accountability to a wider range of local community and voluntary groups and service users; increase the pool of knowledge and experience within our membership.
- c. The board agreed to offer membership to 19 local community or voluntary groups that currently use Community Base as a postal address or book our conference room on a regular, at least once a month, basis on condition that they
 1. sign a members' code of conduct stating that it will exercise its right to vote at Community Base general meetings and in Community Base polls in the interest of Community Base and abide by decisions taken by Community Base's board of trustees or general meetings in accordance with the charity's memorandum and articles of association
 2. apply for membership before the January 2009 board meeting, which will approve any new members
 3. agree that the Community Base board of trustees can end their membership
- d. The board agreed to review membership again after the 2009 annual general meeting.

20 Estimated capital expenditure 2009-2034

The board agreed an estimate of capital expenditure for 2009-34.

21 Tender for new windows

The board noted details of four contractors who may be willing to tender for installing our new windows. and asked Colin to continue negotiations with these contractors and others.

22 Assessment of risks to development 2009-14

The board approved a draft assessment of risks to development for 2009-14.

23 Budget 2009-2014

The board approved a budget for 2009-14.

24 Development plan 2009-14

The board asked Colin to prepare a draft development plan for 2009-14 for the March board meeting based on investigation of documents and information available and discussions with trustees, staff, participant groups and others.

25 2008 annual general meeting

- a. The board considered matters remitted to it by the annual general meeting held on 16th October 2008.

- b. The board considered a request that trustees clarify whether licencees are allowed to use statutory funding for office costs. The board agreed that there is no restriction on licencees using statutory funding to cover office costs.
- c. The board considered a request that general meetings be held during the day rather than in the early evening. The board agreed to look at this with a view to making it as easy as possible for as many people as possible to attend general meetings.
- d. The board considered a request that Community Base become a member of Brighton and Hove ChangeUp Consortium (BHCUC). The board noted that Community Base works with other charities and community groups all the time when there is a reason for doing so. The board reaffirmed its decision not to become a member of the cross-sector partnership BHCUC because doing so would mean keeping to BHCUC rules that would limit Community Base's ability to develop its charitable services in response to need, for example by helping local community groups and potential volunteers by creating Brighton and Hove volunteer search. The board agreed there was no reason why Community Base could not attend ChangeUp Consortium meetings as an observer if there was a reason to do so.
- e. The board considered a request that the board states how it has implemented the findings of the 2007 review. The board noted that details of the steps the board took to implement the 2007 review can be found in the minutes of the extraordinary general meeting of April 2007, the minutes of the board meeting of May 2007 and at www.communitybase.org/review/boarddecisions.htm.
- f. The board considered matters remitted from the annual general meeting concerning Brighton and Hove Community and Voluntary Sector Forum (CVSF) and LINK under item 26.
- g. The board noted an email sent by the chief executive of CVSF to all Community Base members on the morning of the 2008 annual general meeting claiming that the Community Base director had misdirected Community Base members by stating that licencees should consider the best interest of Community Base rather than their own organisations' interests when attending the Community Base annual general meeting as Community Base members. The email described the Community Base director's email as "mis-informing Members regarding what they should consider when attending the AGM" and an "email [that] undermines the integrity of the AGM". The board rejected this view and reaffirmed the Charity Commission's view that charity members should "exercise their right to vote in the interests of the charity for which they are a member" and that charities should "ensure that the charity clearly explains what the membership role entails, including the rights and responsibilities which accompany the role".

26 Brighton and Hove Community and Voluntary Sector Forum (CVSF) and LINK

- a. The board noted email correspondence concerning this matter, including an email dated 17th October 2008 from Sally Hiscock, chief executive of CVSF, disputing that CVSF was in breach of its licence and requesting formal mediation between CVSF and the Community Base board over the matter.
- b. The board considered afresh the 2007 review final report in light of the current dispute with CVSF. The board noted Community Base's long standing position that a licencee does not have a right to 'host' another organisation, whatever its legal ownership or identity, in the space it licences at Community Base without the board's permission. The board considered this position to be entirely consistent with the findings of the 2007 review.
- c. The board noted that the dispute over LINK arises from a disagreement between the Community Base board and CVSF over how Community Base is run rather than any misunderstandings or lack of information. The board therefore concluded that it would not be helpful or a good use of limited staff resources to carry out a new review or employ a consultant or mediator to deal with the dispute.
- d. The board noted that since May 2008 CVSF has been in breach of its licence agreement with Community Base by hosting LINK at Community Base despite having a request to do so turned down.
- e. The board expressed concern that the amount of staff time spent dealing with this dispute was now having a negative effect on Community Base staff's ability to carry out other tasks.
- f. The board agreed that the management of a community building becomes impossible if those using the building do not abide by decisions taken by the building's governing body.
- g. The board agreed that it wanted to resolve the dispute with CVSF as amicably as possible while maintaining the right of the Community Base board to decide what organisations move into the building it runs. To this end the board agreed to extend the time CVSF has to come to an agreement with Community Base until the next board meeting and asked the director to discuss the issue with CVSF in the meantime with a view to resolving the dispute.

27 Trustees' code of conduct

The board agreed a trustees' code of conduct.

28 Xmas

- a. The board agreed to hold the xmas party on 19th December.
- b. The board agreed to have the trustees and staff meal on 16th December.