

## Penrith Improvement District (BID)

### Board meeting minutes

7<sup>th</sup> February 2018

### **Confidential**

Present: Dan Harding - Chair (DH) Heidi Marshall (HM) David Whipp (DW) Darren Broad (DB) Jacqui Taylor (JT) Steve Pinguey (SP) Emma Scantlebury (ES) Simon Whalley (SW) Tim Lorton (TL) Chris Kolek (CK)

Apologies: Lee Fleming, Sarah Graham

First part of meeting welcomed new director applicants – CK lead this part of the meeting.

#### **1. Director Nominations/Limited Company - CK**

CK explained about the incorporation of the BID Company and handed out the directors responsibilities.

- All Levy payers were invited to nominate to sit on the BID board
- Brief summary and handouts given
- Declare person benefit
- Explained about company by guarantee
- Follow the Nolan principles (see below)
- Articles of Association (CK has used the model and presented to those present)
- BID board needs to have a broad range of business in the levy area to represent all business
- Members of board to make and take decisions
- Changes can only be made to Memorandum and Articles(M&A) by resolution
- Does the board want to invite a representative of the local authority or not – use the M&A can be as an observer or director
- All new directors to sign M&A
- All to complete handed out forms
- All to complete Company registration forms
- New board will commence on the 1<sup>st</sup> April 2018 for a period of 5 years.

There will be a 'Special Meeting' in March to confirm all.

- Consider the transfer of assets

Action – DH to get full list

CK to proceed to the appointment of the company, to obtain a company number for DH to open an bank account in this new name. there will be a period of transition.

Agenda for next meeting to include:

- Bank account – Barclays
- BID register for VAT – need accountant to do this
- Office space – to look at availability/costs and agree
- Solicitor to act for transfer
- Account for VAT
- Volunteer Levy Payers – set out process
- Tender/applications for admin and other role/s

The Board will be enhanced if a Levy paying Solicitor and Accountant would join.

The new company will be known as **Penrith BID Company Ltd.**

The Seven Principles of Public Life, known as the Nolan Principles - they are:

- **Selflessness** Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.
- **Integrity** Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.
- **Objectivity** In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- **Accountability** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- **Openness** Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it.
- **Honesty** Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- **Leadership** Holders of public office should promote and support these principles by leadership and example.

## 2. Minutes of last meeting:

Errors pointed out and corrected

- Matters arising

Training courses: JT had approached trainer and obtained a price and dates for courses, cheaper than last costs – to confirm – JT action

Will address Pound and Recycling next meeting

### **3. Correspondence**

None

### **4. Tender for Admin**

Much discussion about what role is actually needed, it was agreed that at this stage an admin who had the ability to action immediate board needs, such as selling baskets, introducing the new board, social media updates and promotion and planters sponsorship, meeting all levy payers and sharing training, and other benefits to the levy payers – draft JD to be circulated for comment – action CK/JT

### **5. Financials**

SP reported that there was around 5k in the bank, 5k to come in and a further 1.750k to come in.

### **6. Greening**

DW updated all on the progress with planters/baskets.

It was agreed to have a banner to advertise the baskets/sales – Action JT

Discussion on keeping schools and the community involved, working alongside the Town Council. Some repairs needed to beehive planters and repair costs to planters approved – Action DW

Share info with Chamber and Totally Locally – Action HM

### **7. Christmas planning**

After discussion, it was agreed that the plans would come back to next meeting for approval.

### **8. Chamber award funding**

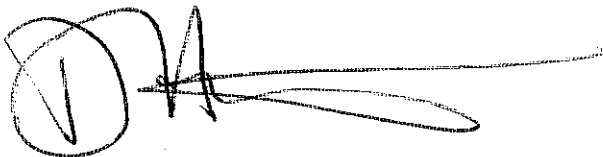
This will come to the June board meeting for voting

### **9. Social media**

We have two Facebook pages a BID and a Discover. Several people have access to post: BID on BID relevant posts and Discover anything to do with Penrith

**AOB:**

- Specialist shops guide, requested BID funding – discussion Action – DH to see if price can be reduced

A handwritten signature consisting of a circled '1' followed by a stylized 'A' and a long horizontal line.

DAM

13/3/18