



at: 14:00 pm
on: Friday 5 October 2018
at: CLES, Express Networks, 1 George Leigh Street, Manchester, M4 5DL

MINUTES

Attendees

Neil McInroy	Chief Executive and Company Secretary of CLES Ltd and CERN Ltd
Stuart MacDonald	Associate Director
Emma Hall	Office Manager (minute taker)

Gill Steward	(Chair)
Tom Stannard	Wakefield Council
Gail Rowe	SSE Contracting
Cllr Roger Jones	Salford Council

Apologies

Cllr Sue Murphy	Manchester City Council
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CLES Ltd Meeting		
Item 2	Minutes of the previous board meeting and Away Day held on Tuesday 8 May 2018	
	The minutes of the previous meeting were <u>accepted</u> .	
Item 4	Work Report	
	<p>SM presented the Work Report.</p> <p>Table 1. Order book.</p> <p>Q1 income secured at £113K. This was 82% of forecast. Although this was below forecast, the summer quarter is traditionally low.</p> <p>Q2 We are only £5K below forecast income for the quarter.</p> <p>We have currently secured £459K of work for whole year, 72% of forecast, so we have a healthy amount programmed in already. The issue is delivering it on time.</p> <p>Table 2. New work.</p> <p>There had been a shift away from consultancy and the policy advice</p>	

	<p>model. With a shift towards Local Wealth Building, anchors and inclusive economy work.</p> <p>NM highlighted the Centre of Excellence work with Barrow Cadbury, which we will formally launch in December. NM explained that by developing some 'free to access' products and services and products (manuals etc.), this would be a route into higher value consultancy work. NM explained there would be also be a product around training packages for councillors and others interested in LWB.</p> <p>GS said the board wants to see how this was going to work as part of our commercial strategy and wants Fran Jones (project lead) to report to board at next meeting.</p> <p>NM said we were investigating a bid for core funding – approx £100k. Tom Lloyd Goodwin was leading on the proposal to go to Friends Provident board in early November.</p> <p>SM reported we had put up our day rates from 1 July. He said that we really needed to improve our ability to finish work on time. There was too much slippage which was affecting our surplus generation within each quarter.</p> <p>SM explained that we had introduced new Time Sheets, through an app (power apps) that log a breakdown of how time was spent. This helped capacity planning and should be a tool to increase productivity. GS said the board would like to know more about the new systems at the next board meeting.</p> <p>Action: Paper on Centre of Excellence at next board meeting</p> <p>Action: Paper on System Monitoring and Productivity measures at next board meeting</p>	<p>FJ</p> <p>SM</p>
Item 5	Consolidated Finance Report for Q4 and Year End 2017/18	
	<p>NM presented the finance report for 2017/18.</p> <p>The loss for the year had been £30K but this had not been as high as forecast in May. Most of it had been identifiable costs such as irrecoverable VAT and investment in North West Employers work.</p> <p>GS said we need to develop a surplus and be more productive and commercial. GS said that the board want staff to know that they should have time for thought, to be productive and enjoy their work. However, next year will be challenge as increase in staff and other overheads had not been felt yet, so CLES needed to be vigilant.</p> <p>Sm highlighted how this year(given the changes and positive expectancy, that these changes would reap rewards), that we have ambitious budget stretch targets of £50-90K. The forecast is to break even.</p> <p>The board voiced that CLES were in a positive position.</p>	

Item 6	Budget 2018/19	
	<p>NM presented the budget. There is a £50K planned investment in development from reserves. That we were expected at worst to break even with this investment as the forecast was for £50-£90K surplus.</p> <p>There was a bigger gap between forecast and target budgets this year due to significant changes and expected growth.</p> <p>Agreed: The board agreed the budget</p>	
Item 7	Appointment of New Board Members	
	<p>GS presented the paper. There are currently vacancies for up to 4 appointed members and a further 1 vacancy if UNISON do not take up their automatic position on the board.</p> <p>The board considered the applications from Denise Hyland and Niall Bolger and unanimously agreed that they should be accepted on to the board.</p> <p>The board considered the interest of Andy Donald from Redbridge and Asima Shaikh from Islington, but it was agreed to wait until the New Year to make decisions on them.</p> <p>The board discussed the upcoming Annual Away Day, to be held on 30 November from 10am – 4pm at the new office.</p> <p>The board discussed that the following papers / sections should be part of the day:</p> <ul style="list-style-type: none"> • Facilitated by Gillian Bishop of North West Employers • Session with staff team (morning) • Business development plan (NM) • Centre for Excellence (FJ) • Influence and how CLES is going to be placed (NM) • System monitoring and productivity (SM) <p>The board discussed how they would like to be involved as key leads on themes of work, and that the Away Day offered an opportunity to be more thought provoking.</p> <p>Action: GS to contact Denise Hyland and Niall Bolger to confirm they are on the board and to invite them to Away Day on 30th November.</p> <p>Action: NM to speak to UNISON, and will seek a further appointed member if UNISON don't take up their position.</p> <p>Action: NM to write out to membership and wider network to alert them to the vacancy. If more than 1 nomination received a selection process would take place.</p> <p>Action: RJ to speak to TfGM to clarify their position</p> <p>Action: That all the proposed papers/sections should be part of the Away Day. GS will speak to Gillian Bishop. GS will send round details and background material to the board in advance so that their involvement with the team and themes could go to the next level.</p>	<p>GS</p> <p>NM</p> <p>NM</p> <p>RJ</p> <p>GS</p>

	Action: That the launch of the new Office Party should follow on from the Away Day and be on the 30 th November.	ALL
Item 8	Office Accommodation	
	<p>The board looked at the paper regarding the office move and felt that the new office looked a very good option for both it's location and cost.</p> <p>The move date has been set as 9th November. The board stated that the next board meeting (Away Day) should take place at the new office.</p>	
Item 9	Pay and Reward	
	<p>The board looked at the Pay and Reward paper. The cost of 3 staff pay rises and 2% COL to all staff had been £14K.</p> <p>The board agreed to all the proposed changes to the Terms and Conditions.</p> <p>The board considered the 3 different proposed options for maternity leave / shared parental leave. A full discussion was had, with the board mindful and informed by the summary paper presented outlining Staff position. In that paper the staff could not reach consensus, and after much deliberation voted: Options 2 and 3 received 5 votes each from staff with option 1 receiving 1 vote.</p> <p>The board felt Option 1 (26 weeks full pay for maternity and SPL) was a key aspiration for CLES, and that the principle of shared parental leave was right. However, it was felt that because CLES was in a period of significant change and development, it would be reasonable to choose Option 3 (16 weeks full pay for maternity and SPL). However, there were strong aspirations to achieve Option 1 as soon as possible.</p> <p>Agreed: All proposed Terms and Conditions to be implemented.</p> <p>Agreed: That Option 3 of the Maternity Pay/SPL should be adopted until May 2019, but that it should become a standing agenda item and revisited in the May board meeting, with the view to achieve Option 1 as soon as financially viable.</p> <p>The Chair indicated that financial and development circumstances of CLES would be taken into consideration, in the eventuality of any request of shared parental leave/maternity in the intervening period up to May 2019.</p> <p>Moving forward, we would aim to have a dedicated portion of reserves, approx £20-£40K ringfenced as a contingency fund.</p>	<p>NM</p> <p>NM</p>
Item 10	CEO Salary	
	<p>The board discussed the papers that GS had submitted that reviewed CEO pay, and the benchmarking report from North West Employers.</p> <p>Agreed: The board agreed with the recommendation from the submitted papers and were happy for the pay rise to be awarded and</p>	

	back dated to the start of the financial year 1 July 2018 as other pay rises had been.	
Item 11	Any other business	
	None	
Date of next meetings	Friday 30 November 2018. 10:00 – 16:00 Annual Away Day Manchester - New office TBC – set new dates.	