

Minehead BID Company Limited, Board Meeting

Minutes of the Meeting - held on;

Date: 17th July, 2018

Time: 6.00pm

Venue: The Oak Room, The Hobby Horse Hotel, Minehead

Directors elect present:

Graham Sizer **GS** (temporary Chairman)

Ryan Boulton **RB**

Chris Corbett **CC**

Cllr Andy Hadley **AH**

Deborah Sawatzki **DS**

Naomi Waters **NW**

Jim Whittaker **JW**

In attendance:

Lucy Ball **LB** (advisor)

Gordon Dwyer **GD** (advisor)

Ian Douglass **ID** (Company Secretary elect)

Apologies:

Mark Hill **MH**

Lisa McCaffrey **LMcC**

Agenda item 1. Welcome and Introductions.

1.1 **GS** opened the meeting by welcoming all participants. **GS** then especially welcomed and congratulated **NW** on her unanimous appointment, at the inaugural Board meeting, as a Director of the Board of the Minehead BID Company.

1.2 **GS** invited those present to give a brief introduction about themselves for the benefit of **NW**.

Agenda item 2. Minutes and Action Plan of the last meeting.

2.1 **GS** asked the meeting if there were any amendments that were required to be made to the circulated Minutes of the last Board Meeting. As there were no requests for amendments **GS** signed them, in the capacity of temporary Chairman, to confirm their adoption by the meeting.

Minutes of the Board Meeting - 17th July, 2018 (continued)

2.2 GS then took the meeting through the Action List of matters arising from the previous Board Meeting.

Matters Arising:

2.2.1 Declaration of Interest Policy Statement and Declaration Form
Action List item 3.3 is covered in detail, later in these Minutes, under section **6.1**.

2.2.2 Companies House Form IN01 & HMRC registration
Action List item 5.3 is covered in detail, later in these Minutes, under section **4.1**.

2.2.3 Bank Account opening
Action List item 6.1: ID confirmed that he is in communication with the local Business Banking Director at Santander bank. Once the company has received confirmation of Registration by Companies House, evidenced by the issue of a Company Registration Certificate and a Company Registration Number, the bank account application procedure can be positively reviewed.

ID further noted that he had contacted the Federation of Small Businesses (fsb) on the suggestion of **DS**. **ID** reported that the BID company would be able to transact with the fsb under the membership of **DS**, with her approval. Membership relates to the person (as owner/director) and not to the particular organisation. **ID** further reported on an extensive range of services offered by the fsb which should prove a very valuable service to the company. This included free banking, facilitated by the fsb, with the Co-op Bank. The relationship with the fsb to be utilised.

2.2.4 Election of Director - Non-Licensed Hospitality
Action List item 7: ID confirmed that he had met with **NW** and had taken her through the outcomes of the previous Board Meeting Agenda. **ID** also confirmed that he had obtained, from **NW**, all necessary information and signature to complete Companies House Registration Form IN01.

2.2.5 Operational Structure of Board
Action List item 8.3 is covered in detail, later in these Minutes, under section **5.1**.

Minutes of the Board Meeting - 17th July, 2018 (continued)

2.2.6 Board Meetings - frequency & venues

Action List item 10.1: **LB** noted that the Board Meeting dates would fall on the third Tuesday in every month unless varied at the prior meeting. The venue would be The Hobby Horse Hotel, Oak Room. **NW** offered the Apple Tree Tea Rooms as an alternative venue, should it be required.

2.2.7 Future Agenda items: Election of Chairperson, BID Manager Job Description, Office Accommodation

Action List items 11 are covered in detail, later in these Minutes, under sections **3.1, 8.1** and **9.1** accordingly.

2.2.8 Any Other Business: Social Media Policy 13.1, Events support 13.2 and Butlin's Dinner Invitation 13.3

Action List items 13 are covered in detail, later in these Minutes, under sections **6.2, 7.6** and **10.3** accordingly.

Agenda item 3. Election of Minehead BID Chairman

3.1 ID reported that he had received only one nomination for the role of Chairperson to the Minehead BID Company. **ID** asked for any further nominations from the Directors, either for themselves or, for another elected Director (with their permission). No one added a further nomination. **ID** then proceeded by asking for the nomination to be repeated. **DS** then nominated **GS** and the nomination was seconded by **NW**. **ID** asked the Board to vote on the nomination by a show of hands. **GS** was then unanimously elected to the role of Chairman.

Agenda item 4. Company registration at Companies House & HMRC

4.1 ID noted that Companies House Form IN01 had been completed, following his meeting with **NW**. The registration Form had been posted four working days ago and a response was awaited. Companies House observe that the registration process should take eight to ten working days before being communicated back to the Company contact, if there are no problems with the correctness of the information provided. Confirmation is therefore awaited.

Minutes of the Board Meeting - 17th July, 2018 (continued)

Agenda item 5. Structure of the Board

5.1 LB confirmed that she had revised the structure diagram and had circulated it to the Board. LB reported the following amendments:

- i. JW added to the Marketing & Communications team,
- ii. LMCC requested to be taken off Events team,
- iii. NW added to Marketing & Communications team,
- iv. RB to support all teams together with direct involvement in Reducing Costs.
- v. Jenny Collins West Somerset Council, Revenues Officer to liaise with the Board via the Finance team.

Agenda item 6.1 Declaration of Interest Policy & Declaration Form

6.1.1 ID explained the philosophy of the policy and that an Annual Declaration is required from each Director, Officer and senior employee of the company. However should a Conflict or potential Conflict arise, at any time, a Declaration Form must be completed, at that time, and immediately submitted to the Chairman or Company Secretary.

6.1.2 The Directors present and the Company Secretary then signed copies of the Declaration of Interest Policy and completed and signed the Declaration of Interest Form, returning them to ID to be filed. Returns from MH and LMCC will be collected when available.

Agenda item 6.2 Social Media Policy

6.2.1 JW provided an example of a Social Media Policy document and discussed the main themes of such a policy which must highlight the need for the Directors:

- i. to strictly control the use of all social media platforms,
- ii. to treat social media platforms simply as notice boards for the company,
- iii. to always agree their contents,
- iv. not to allow entering into conversation or to post judgemental opinions on line.

6.2.2 A Social Media policy, bespoke to the requirements of Minehead BID company, will now be prepared by the Marketing and Communications team.

Agenda item 6.3 Health & Safety Policy

6.3.1 ID noted that an appropriate Policy template had been researched but only a simple format had been found on the Health & Safety Executive website. ID added that a review of the Federation of Small Businesses website should provide alternative templates, once access had been achieved.

Minutes of the Board Meeting - 17th July, 2018 (continued)

6.3.2 ID also noted that companies with five or fewer employees are not required to have a formal Health & Safety Policy but, in light of the nature of proposed company projects with the areas of Events and Public Realm, extreme diligence was paramount in adopting a full Health & Safety Policy translating it into constant review and risk assessment.

Agenda item 6.4 Privacy Policy

6.4.1 LB circulated, to the Board, a suggested Minehead BID Privacy Policy document and took the meeting through it in detail.

6.4.2 LB noted that the document stated:
"Who We Are" giving a brief description of the nature of Minehead BID Company Ltd;
"The Data We Hold" stating who the company holds data on and the system of collection;
"How We Use the Data" noting the company's legal responsibility to inform our Levy Paying Members about BID projects and services.
"How We Share Our Data" describing the processes and agreements that are in place to ensure that Member's data is protected, kept confidential and only used in accordance with their instructions.

6.4.3 LB added that in order to keep BID Members informed of company promotional opportunities, schemes and initiatives, whilst at the same time ensuring their active consent is obtained to hold and use the data collected, a register of consent to hold Member's Data will be kept. The register will be maintained by the completion of General Data Protection Regulation (GDPR) Consent Forms by BID Members.

6.4.4 LB reminded the meeting that the register needs to be updated to obtain Forms from those BID Members still to complete them. LB will circulate the most up-to-date copy of the Register to the Board and requested the Area Street Representatives to visit those BID Members to obtain outstanding consents or refusals.

Agenda item 7.

Strategic Action Planning

7.1 GD explained how the West Somerset Council might provide assistance in strategically targeting the BID Company's efforts in selecting projects that will deliver maximum, cost effective, benefit to Minehead.

Minutes of the Board Meeting - 17th July, 2018 (continued)

7.2 GD suggested that statistical data gathered from Market Research, Footfall returns etc, which can be provided by the Council, would help to pin-point valuable project activities. Enterprise Minehead funds could also be used to finance Master Classes to provide tools to help to assess project plans.

7.3 GD offered to draw up a specification to deliver, to Minehead BID Company, the assistance detailed in **7.1** and **7.2** above.

7.4 ID Then presented to the Board a paper which detailed, by way of a flow chart, a step by step procedure entitled "Project Delivery Process", designed to provide a standard and consistent system for progressing all Minehead BID Company projects.

The Procedure identified that all projects should be developed, from inception to conclusion, under the following headings:

- i. Project conception and initial presentation to the BID Board,
- ii. Project outline approved by the BID Board for detailed development,
- iii. Project re-presented to the BID Board in detail,
- iv. Project approved by the BID Board for implementation,
- v. Project implemented, regularly addressing areas with the BID Board, for example, of Timing, Performance (KPI's), Financial Commitment & Cash Spend and Communication of Project progress to Stakeholders,
- vi. Project assessment on it's conclusion.

7.5 Following discussion of the paper, the Board recognised the process it described as very helpful in giving transparency and consistency to the delivery of all BID Projects, and duly adopted the Procedure.

7.6 The Events suggested in Item 13.2 of **Any Other Business** of the prior Board Meeting will be proposed following the above Procedure.

Agenda item 8.

BID Manager Recruitment

8.1 LB had circulated, to the Board, a draft Job Description for the recruitment of a BID Manager. After considering the paper the following discussion centred on the required calibre of the appointee, a commensurate level of salary and whether to directly employ or to appoint a self-employed person.

It remained undecided as to the approach to be taken in the recruitment process. It was therefore decided to ask ID to consider the process with the Human Resources Team and to report back at the next Board Meeting.

Minutes of the Board Meeting - 17th July, 2018 (continued)

Agenda item 9. Office Accommodation

9.1 ID reported that he had visited the proposed office site, situated in the "Old Minehead Hospital", and found that although the facilities were good and close at hand (Toilets, Kitchen, Meeting Room, Immediate Exit to the outside of the building and available Computer Based Connectivity) the room was small (8' 6" x 9' 0" approx.) and external daylight only came in from a Velux high in the ceiling.

9.2 GS noted that an alternative, to be considered, was an unoccupied shop in Bampton Street. This would give a High Street presence, accessibility to towns people and a transparency to projects.

9.3 GD noted the possibility of using a "hot" desk facility in the Minehead Enterprise Centre next to Minehead Eye.

9.4 ID/GS will continue to search for the most appropriate, cost effective office accommodation whilst still considering the above.

Agenda item 10. Public Relations & Communications Plan

10.1 LB identified certain elements of the work being undertaken in this area;

General Data Protection Regulation (GDPR), website updates, press releases and newsletter content.

10.2 LB then handed responsibility for these topics to the Marketing Team and recommended that they contact Scott Huish, who has worked on most of these topics for the BID, so that they might arrange a meeting with him to appraise themselves of the portfolio of work.

10.3

10.3 GS reported that he awaited the return, from holiday, of the Butlins Manager at which time he will further discuss the details of Butlins proposed Dinner.

Any Other Business

11.1 **JW** informed the Meeting of the forthcoming first meeting of the Small & Medium Enterprise, Career Guidance group and invited BID members to attend. **JW** was pleased to give details.

12.1 **Next Board Meeting**

Date of next meeting: Tuesday 14th August, 2018

Time: 6.00pm

Venue: The Oak Room, The Hobby Horse Hotel, Minehead.