



## ***Kings Heath Business Improvement District Board Meeting Minutes - Public***

Date Tuesday 5<sup>th</sup> December 2017  
 Time 6.30pm  
 Venue Kings Heath BID office – 1a  
Station Road, B14 7SR

**Present:** Brett Rehling (Chair) (BR)  
 Martin Mullaney: Town Centre Manager and minute taker (MM)  
 Alvydas Luitaitis (AL)  
 Charmain Hannaby (CH)  
 Mel Richardson: BID renewal ballot consultant (MR),  
 Janan Choudhury (JC)  
 Mabs Yasin (MY)

**Apologies:**  
 Frank Nutt; Neville Summerfield

<b>No.</b>	<b>Agenda Item</b>
1	<p><b>Welcome/Introduction/Apologies/ Reminder of the importance of declaring any potential conflicts of interests on any items discussed during the meeting</b></p> <p>MM explained that Gary Baines had telephoned MM in the afternoon to explain that he was resigning with immediate effect. Gary explained that he had served four years as director and felt it was appropriate time to stand down.</p> <p>MM asked the Board for permission to e-mail Gary, thanking him for his contribution to the Board for the last four years and wishing him well for the future. This was approved by the Board.</p>
2	<b>minutes of 7th November 2017 meeting</b>
2(i)	<p><b>Approval of minutes of 7<sup>th</sup> November 2017 meeting.</b></p> <p>Minutes of 7th November 2017 meeting were approved</p>

	The amended Minutes were approved - BR, AL, CH, JC, MY
2(ii)	<p><b>Updates or issues arising from the minutes that are not on the agenda later in the meeting.</b></p> <p>There were several updates from section 10 of the minutes:</p> <p>MM informed the Board that BR had received a letter from Jacqui Kennedy in relation to the position of a council representative on the Board. The Board had been circulated both this letter and the response from BR. We have had no further response from Jacqui on this issue since.</p> <p>MM informed the Board that he now has the passwords to allow him to update the Companies House listings of the company.</p>
3	<b>Review of governance policies and processes</b>
3(i)	<p>MR presented the paper on the proposed new Articles of Association and the associated governance.</p> <p>MM reminded the Board that the new Articles of Association would only come into operation once they had been approved by 75% of members attending a General meeting. If the Board approved these Articles, they would be presented for approval at the next AGM in May 2018.</p> <p>The proposed policies would come into operation once the Board approved them.</p> <p>The Board then voted on the following motion:</p> <p>To approve and adopt the following</p> <ul style="list-style-type: none"> <li>• The Revised Articles of Association as set out in Appendix 1, with an amendment that only mandatory BID levy payers can become members of the company. These approved Articles would then go for approval by the members at the AGM in May 2018</li> <li>• Board Terms of Reference as set out in Appendix 2</li> <li>• Board Code of Conduct as set out in Appendix 3</li> <li>• Board Conflicts of Interest Policy and Register of Interests record as set out in Appendix 4</li> <li>• Board Procurement Policy as set out in Appendix 5</li> <li>• Board Directors to sign the Appointment Form</li> <li>• Legal advice to be sought on the articles before taking these for ratification at the May 2018 AGM.</li> <li>• For the town centre manager to seek a provisional date for an AGM of members in May 2018</li> </ul> <p>Approved: BR, AL, CH, JC, MY</p>

4	<b>Canvassing update</b>
4(i)	<p>MY presented the paper updating the Board on progress on the BID re-newal.</p> <p>The Board then voted on the following motion:</p> <ul style="list-style-type: none"> <li>• To note the contents of the report</li> <li>• To agree to notify existing BID levy payers under £5K threshold that they will no longer be part of the BID in its third term. This would be done at the same that the Final Business Plan is distributed. This is anticipated to be the week beginning 11<sup>th</sup> December.</li> </ul> <p>Approved: BR, AL, CH, JC, MY</p>
5	<b>Finance</b>
5(i)	<p>MM said that with the recent resignation of Chris O'Neill and Gary Baines as directors, we now needed three new signatures for the bank accounts.</p> <p>It was agreed that the following would be the new signatures.</p> <p>Brett Rehling Charmain Hannaby Janan Choudhury</p>
6	<b>Any other business</b>
	Nothing
7	<b>Reserved matters – see separate minutes</b>

Meeting ended at 8.00pm

Next meeting: 6.00pm Tuesday 9th January 2018.