



Kings Heath Business Improvement District Board Meeting Minutes

Date Tuesday 7th November 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)
 Gary Baines (GB) – by telephone for part of the meeting
 Neville Summerfield (NS)
 Alvydas Luitaitis (AL)
 Charmain Hannaby (CH)
 Mel Richardson: BID renewal ballot consultant (MR),
 Janan Choudhry (JC)
 Frank Nutt (FN)

Apologies: Stan Hems, Mabs Yasin, Gary Baines (was available by telephone for the start of the meeting)

No.	Agenda Item
1	<p>Appointment of Chair of the Board of Directors</p> <p>MM informed the Board that only one nomination had been received for the position of Chair: Brett Rehling. The Board was asked to vote to approve BR as Chair.</p> <p>Approved by: BR, GB – by telephone, NS, AL, CH</p>
2	<p>Welcome/Introduction/Apologies/ Reminder of the importance of declaring any potential conflicts of interests on any items discussed during the meeting</p>
3	<p>Co-option of new directors</p>
i)	Brief interview of Frank Nutt of Frank Nutt Sewing Machines
ii)	Brief interview of Janan Choudhry of Spectacle Emporium
iii)	Co-option of Frank Nutt as director

	Approved by: BR, GB – by telephone, NS, AL, CH
vi)	Co-option of Janan Choudhry as director Approved by: BR, GB – by telephone, NS, AL, CH
	JC and FN now attended the meeting as directors
4	minutes of 19th September 2017 meeting
4(i)	Approval of minutes of 19th September 2017 meeting. Minutes were approved - BR, NS, AL, CH, JC, FN
4(ii)	Updates or issues arising from the minutes that are not on the agenda later in the meeting No issues, nor updates
5	minutes of 10th October 2017 meeting
5(i)	Approval of minutes of 10th October 2017 meeting. MM recommended that in section 5(iv), the motion “All NHS business rate payers to be exempt from the BID levy” should be amended to “Any Birmingham and Solihull NHS trust properties should be exempt from the BID levy”. This amendment was agreed. The amended Minutes were approved - BR, NS, AL, CH, JC, FN
5(ii)	Updates or issues arising from the minutes that are not on the agenda later in the meeting. There were several issues: It was pointed out by MM, that no final decision was taken on what the percentage BID levy should be for the 3 rd term of the Kings Heath BID. MM therefore re-presented the Decision Paper from 10 th October 2017 on what the percentage BID levy should be. There was some discussion on this and a vote was taken on the following motion: <ul style="list-style-type: none"> The Board agree to apply a 1.75% levy for the third term generating £133K annual levy income (£141,838 income based on the boundary also being extended) Approved: BR, NS, CH, FN, JC Disapproved: AL <hr/> <hr/> MM updated the Board on the question of who pays the BID levy for council controlled schools. This had been raised at 10 th October Board meeting. MM gave copies of an e-mail that Wayne Pell had sent MM, confirming that the corporate centre of Birmingham City Council pays the BID and not the school itself ie any council controlled local school that was part of Kings Heath BID would not have to pay the BID levy out of their own funds.

	<p>MM asked the Board to note that Chris O'Neill resigned as a director of the company on 26th October 2017.</p> <p>MM asked the Bard to note the following: Following the 10th October Board meeting it had been queried whether the process in co-opting AL, MY and CH had been done correctly.</p> <p>Following legal advice from Kevin Conroy solicitors, the three new directors were co-opted again using a written minuted decision – reference number 2017-017 on 27th October 2017</p> <p>The decisions of 10th October 2017 Board meeting were also approved in retrospect using a written minuted decision – reference number 2017-018 on 27th October 2017</p>
6	Report on BID renewal
6(i)	<p>Decision paper 1 was presented to the meeting and discussed.</p> <p>The Board then voted on the following motion:</p> <ul style="list-style-type: none"> • Note progress made on BID Renewal and scope of BID 3 • Agree Directors are content with the broad outline of the business plan ready for delegated sign off by BID Chairperson and BID Manager before 13 November 2017: <ul style="list-style-type: none"> a) views on the proposed content and in particular whether it is appropriate to list all achievements b) views on the proposed aims and objectives are welcome • Testimonials from BID Board Directors are invited for the website, business plan and other PR <p>Approved: BR, NS, AL, CH, FN, JC</p>
	NS left the meeting at this point
7	Review of governance policies and processes including recommendations for new procedures to adopt
7(i)	<p>Decision paper 2 was presented to the meeting and discussed.</p> <p>The Board then voted on the following motion:</p> <ul style="list-style-type: none"> • That a set of articles are presented in advance (at least seven days prior) to the December Board meeting for consideration; once Board feedback has been incorporated, legal advice will need to be sought

	<ul style="list-style-type: none"> • That the following policies are brought back as draft documents to the December Board meeting: procurement policy, code of conduct, terms of reference, conflict of interest/register • The Board takes out professional indemnity insurance • The Board registers with the ICO • The Board considers the other recommendations for good governance outlined in this document <p>Approved: BR, AL, CH, FN, JC</p>
8	Governance issues
8(i)	<p>Creation of 5-member Complaints Review Group to consider and investigate complaints</p> <p>Decision paper 1 was presented to the meeting and discussed.</p> <p>The Board then voted on the following motion:</p> <p>Motion:</p> <ul style="list-style-type: none"> • To agree to the creation of a 3 member Complaints Review Group. The meeting noted that Code of Conduct suggests a 5 member group, but the Board felt this is too big. • That this 3 member Complaints Review Group has delegated powers, as outlined in the Kings Heath BID Code of Conduct. • The Complaints Review Group will not be permanent positions and will be created for each specific complaint. This is in line with the Code of Conduct. • That the Complaints Review Group will from time to time investigate complaints agreed by the Board. These will cover: <ul style="list-style-type: none"> • Complaints about directors • Complaints about employees or contractors • Complaints about events or activities that Kings Heath BID has organised • Grievance complaints <p>Approved: BR, AL, CH, FN, JC</p>

9	Update on Christmas Lights and associated switch-on event
9(i)	<p>Decision paper 4 was presented to the meeting and discussed.</p> <p>The Board then voted on the following motion:</p> <ul style="list-style-type: none"> • To agree in principle to the funding of Christmas Lights for Kings Heath in December 2017, subject to approval of the financing model set out in the reserved (non-public) papers. • To agree to the earliest switch on date for the lights to be Sunday 26th November. • To give the Chair the delegated powers to amend the switch-on date, following discussions with other Board Directors. • To give the Chair delegated powers to agree to a small switch-on event, if any, subject to further discussions with other Board Directors <p>Approved: BR, AL, CH, FN, JC</p> <hr/> <p>The Board also requested the following actions:</p> <ul style="list-style-type: none"> • BR and MM to arrange a meeting with representatives of King Heath CIC and talk through their plans for the £3,000 they have raised towards Christmas Lights • Based on the outcome of any meeting with Kings Heath CIC, for consideration to be given towards praising Kings Heath CIC and the residents for their efforts in raising money towards Christmas Lights • ask Tiger Bam to alter the Christmas Lights FAQ document to suggest that “whilst the BID had experienced some financial difficulties, rumours about it running out of money and not being able to afford the lights were exaggerated” etc., rather than it was just that we had another look, juggled some funds around and found some money
10	Any other business
	<p>BR distributed a letter he had received from Jacqui Kennedy of Birmingham City Council. The letter recommended a meeting and this had now been arranged for Friday 10th November.</p> <p>AL raised the issue of the Companies House list of current directors being out of date. MM explained that GB was responsible for updating this. MR mentioned that this duty is normally done by town centre managers in other BIDs. The Board then voted and agreed that MM should talk to GB about handing over this duty to MM.</p>
11	Reserved matters
11(i)	<p>Decision paper 5 was presented to the meeting and discussed.</p> <p>The Board then voted on the following motion:</p> <ul style="list-style-type: none"> • To note that Kings Heath BID does not have any budget to fund Christmas Lights in December 2017, due to the current financial position of the

company and its commitments to outstanding contracts.

- To accept an offer of Martin Mullaney (town centre manager), Tiger Bam and Mel Richardson Consultancy to defer their payments for work in February and March 2018 so as to enable Kings Heath BID to purchase lights.
- The deferring of payments will be funded out of the April 2018 to March 2019 budget, if the BID gets a 'yes' vote in the renewal ballot in February 2018. If the renewal ballot is unsuccessful, then the town centre manager, Tiger Bam and Mel Richardson Consultancy will not be paid their deferred payments; the lights will in effect be funded out the deferred payments by the town centre manager, Tiger Bam and Mel Richardson Consultancy.
- A contract on the deferment of these payments to be arranged by the town centre manager, prior to the purchase of the Christmas Lights.
- For Kings Heath BID to purchase lights to the sum of £11,970
- To accept that the lights will not have the same level of cover of area as previous years and will primarily be focused along the High Street and Alcester Road South, with as many side roads as possible..
- As part of the deferment of payment, the hours worked by the town centre manager to return to 35 hours per week, instead of 25 hours per week. This is to start week commencing 6th November 2017.

Approved: BR, AL, CH, FN, JC

11(ii)

Complaint 1 – complaint by Kate Smart about breaches of the confidentiality agreement, as set out in her solicitors letter

The solicitors letter was distributed to all directors and a discussion took place.

During the discussion, BR mentioned the following:

- i) The Board had previously questioned SH about the alleged breaches of the confidentiality agreement at the 10th October Board meeting. BR claimed that SH had categorically denied all allegations
- ii) Even though SH had already denied involvement with any breaches, that there were now several new allegations naming him directly, and that we need to take these steps to avoid legal action being directed at the board
- iii) That we will be responding to Kate's solicitors to tell them the actions we are taking.

The Board then voted on the following motion:

- That the allegations set out in Section 2 of the solicitors should be investigated by the Complaints Review group
- Due to the serious nature of the allegations, that SH should be suspended with immediate effect as director of Kings Heath BID, whilst the investigation took place.

Approved: BR, AL, CH, FN, JC

11(iii)	<p>Complaint 2 – complaint by Delicia Barnes about Simon Carr, our street warden</p> <p>MM explained the background to this complaint and a discussion took place. The Board then voted on the following motion:</p> <ul style="list-style-type: none"> • The complaint by Delica Barnes should be investigated by the Complaints Review Group <p>Approved: BR, AL, CH, FN, JC</p>
11(iv)	<p>Creation of 3 member Complaints Review Group to investigate Complaint 1 and 2</p> <p>It was agreed that the 3 member Complaints Group would consist of FN, AL and JC</p>

Meeting ended at 9.30pm

Next meeting: 6.30pm Tuesday 5th December.