

**GREENER EALING LIMITED (“GEL”)
MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD AT 15:00 HOURS ON 13 AUGUST 2020 BY MS TEAMS / CONFERENCE CALL**

Present:	Mike Boulton	Chair and Director	MB
	Alison Reynolds	Director	AR
	Kieran Read	Director	KR
In attendance:	Kevin O’Leary	Interim Managing Director, GEL	KOL
	Helen Harris	Director of Legal and Democratic Services, LBE	HH
	Sandra Hewey	Operational Safety Advisor, GEL	SH
	Jack Linton	Head of Operations, GEL	JL
	Katarina Pohancenikova	Head of Finance, GEL	KP
	Doug Teesdale	Advisor, GEL	DT
	Andrea Goldsmith	Bridgehouse Company Secretaries (minutes)	BCS

1. Apologies for Absence

- 1.1 Apologies were received from John Arnold, Mick Aherne, Gary Alderson, Dipti Patel and Lizzie Purewal. KOL advised that Chris Neale no longer needed to receive GEL Board papers: **ACTION.**

BCS

2. Declarations of Interest

- 2.1 There were no conflicts of interest in regard to items on the agenda.

3. Minutes of the last meeting – 14 July 2020

- 3.1 The minutes of the last meeting, 14 July 2020, were **approved** as a correct record of the meeting to be signed by the Chair.

4. Matters arising from the previous Board meeting

- 4.1 The Board discussed and **noted** the summary update of matters arising from the previous Board meeting, included in the meeting pack.

4.1.1 2020.02/11.1 – Memorandum of Understanding – IN PROGRESS: KOL apologised for the delay here and that he would pick this up with HH.

4.1.2 2020.04/6.1 – Whistleblowing Policy – IN PROGRESS: HH suggested that she work with Jo Steel, BCS, to simplify the document.

4.2 Written resolutions of the Board made since the last meeting:

- 4.2.1 The meeting **noted** the following resolutions which were agreed by all Board members since the last meeting:

- To approve the opening of a deposit account for Greener Ealing Ltd with Lloyds Bank.
- That the following officers of the Company be and are hereby authorised, jointly and severally, to open a deposit account on behalf of the company and be appointed as signatories to the account: KOL and KP.

Governance**5 Board meetings dates for the rest of 2020**

5.1 The Directors **approved** the proposal to move to bimonthly Board meetings towards the end of the month to allow for the financial information to be prepared.

6. Change to Accounting Reference Date

6.1 The Directors **approved** the proposal to move the current accounting period to end on 31 March 2021, which would then align with the LBE's financial year.

7. Corporate Social Responsibility Policy

7.1 KOL introduced the paper which had been discussed with Jo Steel, BCS, and Bill Gilmour to develop the CSR for use within GEL and with clients, suppliers and customers. The policy would be reviewed annually and reported against in the Annual Report and Accounts. For example, this could include GEL employees putting forward ideas for where GEL can make a difference in the local community through employees' time and materials.

7.2 KR asked about the alignment with LBE's CSR aims and objectives. KOL stated that the apprenticeship programme would be starting soon and agreed to look at strengthening the section for supporting local businesses as much as possible through the GEL supply chain: **ACTION**.

KOL

7.3 The Board **approved** the policy, subject to the review of the section on suppliers and supporting local businesses.

8. Data Protection / GDPR update

8.1 MB reminded the Board that they had discussed registration with the Information Commissioner's Office at previous meetings. While this was not absolutely required, the decision had been taken to voluntarily register. Since this decision, the significant increase in GEL employees has meant that the costs of registration had increased from £60 per annum to £2900 per annum. The recommendation was therefore to not register with the ICO, which was **agreed** by the Directors.

8.2 KOL advised that there was work underway on compliance and ensuring best practice aligned with ICO guidance. HH requested more information on the advice given, which AG agreed to pass on to Jo Steel: **ACTION**.

BCS

Strategy, Project and Operations**9. Managing Director's report**

9.1 KOL presented the report, noting that this would link with other items on the agenda and reported on progress against Business Plan objectives.

9.2 KOL had worked with Bill Gilmour on the Workforce Strategy, Objective KO1, including the apprenticeship scheme which would be started by the end of the month and the new employee of the month award. The first award had been presented by James Murray MP to Anna Kierminski from the Street Cleansing team. A staff survey would also be sent out soon to establish a baseline to measure performance against.

- 9.3 It was proposed that a report on the apprenticeship programme and pay negotiations would be submitted to the October 2020 Board, and a Workforce Strategy update to the December 2020 Board.
- 9.4 The review of management structure, Objective KO2, was being prioritised as there were several staff in temporary or acting-up roles, which was causing uncertainty and affecting morale. There would be a wide consultation on updating and modernising the structures, which the Directors would be part of. A report on this work would be submitted to the October 2020 Board meeting.
- 9.5 In response to a question from AR, KOL advised that some of the people who were in temporary roles may be confirmed, some may not be, and some staffing models may be changed. Options were being looked at for functional or geographic models, or a mix of the two. The use of more technology was also being investigated, such as Whitespace which was delivering benefits. Managers will need to have the right skills and vision for how services will be provided in five years' time. The options and requirements will be consulted on widely.
- 9.6 The work on the operational services' review had started, Objective KO3, and was being led by JL for implementation from April 2021. Any changes will be carefully considered and involve the Council. It was important to build on the current goodwill and positivity around GEL. An initial paper will be brought to the October 2020 Board, with the final report in December 2020.
- 9.7 SH was working on ensuring the importance of Health & Safety, Objective KO4, across the organisation, and identifying any gaps and training required. The second phase of the business plan included Health, Safety, Environmental and Quality (HSEQ) management across GEL. It was proposed to bring this forward into Phase 1 for discussion with colleagues. A progress report would be brought to the December 2020 Board meeting.
- 9.8 There was short-term work to be done on marketing and communications, Objective KO5, such as the website and livery. There was a longer-term review of stakeholder and market analysis and targeted communications. A report would be submitted to the October 2020 meeting.
- 9.9 Due to the pandemic, a NED induction session could not be held. A date would now be found for Directors to visit the Greenford depot and start to look at some of the more complex issues that need addressing, which was **agreed** by the Directors.
- 9.10 In responding to a question from KR, KOL noted that significant progress had been made on performance indicators before the go-live, but these had not been finalised. There were also key performance markers which could be used as pulse indicators and give early warning of any potential problems. It was hoped that these could be finalised within the next six months.

9.11 MB thanked KOL and the rest of the staff for the good progress made so far.

10. Risk Register

10.1 KOL advised that the risk register had been reviewed by the wider management team and that the ongoing pandemic issues would be added. Amey had a very good plan which could be adapted for GEL.

10.2 KR suggested that the risk of any budget misalignment between GEL and LBE should be included in the risk register, which was **agreed** by the other Directors: **ACTION**.

KP

11. Finance Update

11.1 KP advised that this was the first month's report, as GEL had gone live on 5th July 2020. There was a £46.9k deficit against a planned surplus of £2.5k. This was due to the additional staffing for covid-19 and property costs. It was hoped that additional income would offset the property costs. Some money for the extra staffing had been received from LBE.

11.2 There were some challenges and risks to the finances which were still being discussed with LBE, and so could not be finalised for the budget. Not all the start-up costs had been included within the month. There were three outstanding leases for expected vehicles and the subleases from LBE had been signed.

11.3 KP advised that while the Board meetings would be moving to bimonthly, Directors would be provided with a monthly financial management information, which was welcomed.

11.4 The money market loan had been rolled over for another three months at 0.25% interest. Advice on the state aid had been sought from the Department for Business, Energy and Industrial Strategy (DBEIS) and HM Treasury, but no reply had been received as yet. It would be possible to change this to one- or two-month loan. The bank account with Lloyds was giving an interest rate of 0.05% and short-term or overnight deposits were being made to maximise this income. The first suppliers and payroll payments had been made successfully, which was welcomed by the Board.

11.5 The current year-end forecast was a £140k surplus, adjusted to £84.6k for the nine-month accounting period approved under Item 6. Performance against this would be kept under review, but there was no need for a reforecast until the loan, pandemic and state aid details were clearer.

11.6 MB noted that there was important information and decisions that GEL needed from LBE, and that previous attempts to raise these had not been successful. KP noted that it was year-end for LBE, and they should be able to reply once the audit had been completed. For the state aid issue, GEL was also reliant on two Government departments. Depending on the decision received, there would be a financial implication from the rate increase from 2.5% to 7.5-10%. It will also be helpful to have this finalised before the winter, which was historically a more uncertain time for the sector. KOL and senior team would continue to work with LBE to resolve these issues.

- 11.7 The Board **approved** the credit card for KOL to use with those suppliers where it was not possible to use certified suppliers. KOL passed on a concern from GA that such spend could be released under FoI, which was echoed by the Directors and KOL assured the Board that it would be used as little as possible: **ACTION.**

AR

12. Operations Update

- 12.1 KOL presented the report, noting the JL and the team were learning from what had and had not worked during the go-live period. More details on performance against the SLA would be included in future reports.
- 12.2 New vehicles were being delivered, with 12 this week and another three by the end of August 2020. The grounds teams were having training on the new equipment.
- 12.3 There had been a legacy issue regarding weeding, with a plan agreed with LBE which was currently being implemented. There were long queues for the household waste sites, and the introduction of appointments was being looked into which were working well in neighbouring boroughs. Additional staff had been taken on for litter in the parks and LBE requesting that some toilets be re-opened.
- 12.4 Customer contact seemed to be going well. AR added that in her experience, this was the smoothest transition she had been involved with. The call volumes had not decreased but were mostly related to technology and digital issues rather than missed collections. The real-time information from Whitespace was mostly working, with some updates having to be emailed through and then updated: this was being looked into. HH added she had received positive feedback from friends and family, and that Ealing Common was looking very good. HH had spoken to some staff on duty who stated they were very busy but were also very positive.
- 12.5 The Board **noted** the report and the positive feedback on the new GEL service.

13. Health, Safety, Environment and Quality (HSEQ) Report

- 13.1 As mentioned under the MD's report, the HSEQ work was being brought forward. This report was to provide assurance to the Board on the data being collected and actions being taken. The new event reporting system, Alcumus, was being implemented. An interim form has been developed to ensure complete and accurate data was being collected.
- 13.2 The wellbeing, and especially mental health, of employees was being taken very seriously. Implications of the pandemic were being kept under close scrutiny.
- 13.3 The Board **noted** the report, and welcomed the numbers and narrative included which were providing answers to questions raised during previous discussions.

14. Transport Report

- 14.1 KOL presented the reporting on the July 2020 position, highlighting that GEL was moving to electronic vehicle and driver systems where possible. Go Plant, the maintenance

Company number: 12136927

Greener Ealing Minutes

providers, had performed well with both the new fleet and STH vehicles. Information on issues as to why vehicles were off-road was being provided in weekly reports and mostly related to warranty items.

The Board **noted** the report.

15. Board Forward Plan

15.1 The Board **noted** the forward plan, and that it would need to be updated following the discussions in this meeting: **ACTION.**

KOL, BCS

16. Any Other Business

16.1 There were no items of any other business.

17. Date of next meeting – Item 5

17.1 The dates were agreed under Item 5, and that a date will be arranged for the induction visit to the depot

17.2 There being no other business, MB thanked those present for their contribution and hard work and closed the meeting at 16:10.

Signed

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Mike Boulton
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Chair of the Board

Date 08-Nov-2020 | 09:47 GMT