

**GREENER EALING LIMITED (“GEL”)  
MINUTES OF THE BOARD OF DIRECTORS’ MEETING  
HELD AT 14:30 HOURS ON THURSDAY 1<sup>ST</sup> JULY 2021 BY MS TEAMS**

<b>Present:</b>	Mike Boulton	Chair and Director	<b>MB</b>
	Alison Reynolds	Director	<b>AR</b>
	Kieran Read	Director	<b>KR</b>
<b>In attendance:</b>	Kevin O’Leary	Interim Managing Director, GEL	<b>KOL</b>
	Bill Gilmour	Head of HR and Comms, GEL	<b>BG</b>
	Katarina Pohancenikova	Head of Finance, GEL	<b>KP</b>
	Helen Harris	Director of Legal and Democratic Services, LBE	<b>HH</b>
	Dipti Patel	Director of Place Delivery, LBE	<b>DP</b>
	Lucy Taylor	Executive Director of Place, LBE – Shareholder representative	<b>LT</b>
	Andrea Goldsmith	Bridgehouse Company Secretaries (minutes)	<b>BHCS</b>

**1. Apologies for Absence**

- 1.1** MB welcomed those present, especially LT who was attending her first GEL Board meeting as the new Shareholder Representative, replacing Gary Alderson. LT introduced herself and her role, noting that there had been a change in LBE administration, with a new Cabinet and Leader. Cllr Dierdre Costigan’s portfolio will now include GEL. There will be work to do on the new three priorities: economic growth and inclusive growth; climate and sustainability; and poverty and inequality. LT noted the positive first year of GEL and looked forward to working with GEL to build on the good work already done.

**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 – 15<sup>th</sup> April 2021**

- 3.1** The minutes of the last meeting were **approved** with no changes.

**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. There were no outstanding items that were not on the agenda.

- 4.2** The following resolutions were **ratified**, having been made since the last meeting:

- 4.2.1** Approval of a temporary credit card limit increase from £5,000 to £30,000 to allow GEL to pay for 2021-22 vehicle tax. The increase will be for a period of 4 months until the end of September 2021.

- 4.2.2** Approval to enter and delegate the signing and execution of the following Facility Agreements and Debenture with London Borough of Ealing (“LBE”):

- Facility Agreements:

- Working Capital Loan Facility Agreement
- Fixed Capital Loan Facility Agreement
- Operator Licence Loan Facility Agreement with LBE

- Debenture - in favour of LBE under which GEL will provide fixed and floating charges, as well as security by way of assignment, over its assets to secure obligations of GEL to LBE under the Facility Agreements.

**Governance****5. HR update****5.1 Data breach update**

**5.1.1** BG reminded the Board that there had been a data breach in April 2021, relating to new starter information missing following an office refurbishment. The affected new starters had been notified and given advice on next steps. The Police, insurance providers and ICO had also been advised. A number of actions had been taken, which the ICO had confirmed they were happy with and that no further action was required by them.

**5.1.2** HH asked what had been put in place to avoid this in future. BG confirmed that GEL used the same e-training as LBE, and the GDPR policy had been refreshed with Jo Steel (BHCS). Managers and staff would refresh their understanding of the policy and e-training. New lockable cabinets had been bought for new starter information, which was only held in hard copy for as short a time as possible before being filed electronically. The office locks had also been changed with the number of people having access reduced.

**5.1.3** The Board noted the update with MB adding that the incident had been handled well.

**6. Matters Reserved and Scheme of Delegation**

**6.1** KP advised that the changes were being proposed to provide additional approval to cover leave, and to smooth corporate processes. There was no change for the Shareholder approval or Matters Reserved to the Board.

**6.2** The Board **approved** the changes to the Scheme of Delegation.

**Strategy, Project and Operations****7. Managing Director's report**

**7.1** KOL presented the new consolidated performance report, which would be continued if the Board were happy with the format.

**7.2** The reporting period had been very challenging. There was pressure on the number of HGV drivers, as had been reported nationally, and the resilience of the service. The model inherited from Amey had relied on agency drivers, which was no longer viable. Supervisors were taking on driving roles to prioritise collections, but this was causing problems in other areas. GEL were looking at the overall package to recruit drivers directly, and there may be a need to review the package to encourage more candidates. The preference was for regular drivers and regular teams who were familiar with the rounds. KOL assured the Board that GEL were meeting the SLA requirements.

**7.3** KR noted that the HGV issue had been raised at previous meetings, and asked what support the Board could provide, such as reviewing the recruitment and in-house training and development. KOL stated that they were looking at recruitment and retention, and emphasising local jobs for local residents. Five new starters had been recruited, but not all had stayed as to the difficulty of driving through the narrow streets which had resulted in a few bumps and scrapes to vehicles. LT suggested that the AD for Employment and Skills could help with a bespoke training and development programme. MB reported on a recent meeting with Government about HGV driver shortage, and the reluctance to open up recruitment for non-UK drivers.

- 7.4** GEL were looking to optimise routes, including changes in the garden waste routes. There had been a problem with garden waste due to delays in subscription renewals being passed across from LBE to GEL. This was being resolved, and GEL were taking a “clear all” approach which had been agreed with the Council. There had been an increase in waste tonnages in this service, although it was not clear why. A new dedicated supervisor is now keeping the GW service under review. AR added that there had been a problem with the IT systems, one of which would be changed at the end of this financial year. There were also some residents who had paid several times, with refunds being worked though.
- 7.5** For communal and flats, the routes had been reviewed for efficiencies and reduction in overtime. The trade waste rounds had also been looked at, which may give some capacity for LBE to increase trade waste recycling across the borough. Food waste was also being reviewed but a more cautious approach was being adopted bearing in mind LBE’s growth aspirations for this service.
- 7.6** The grounds maintenance had been hampered by the warm and wet weather, which meant that it was taking more time to cut the grass, and so overtime was being incurred. It was hoped that the backlog would be cleared by the end of July 2021.
- 7.7** The new Blink app had been rolled out to improve communications across the organisation, from front-line to CEO, as part of the culture work. Approximately one-third of the staff were using the app, with some colleagues using the app more than others: the grounds maintenance team were adding lots of pictures of their work.
- 7.8** The efficiency and cost review by LBE on the first year will be undertaken over Summer 2021, this will be considered by the Councils Joint Contracts Board. This will also allow for any changes to the Service Agreement to be discussed and resources agreed in Autumn 2021 for the following financial year and GEL Business Plan. This would then be the annual cycle of business plan and reviews in future.
- 7.9** AR advised that there had been fewer calls to the contact centre recently, which would be monitored and fed back to the Board.
- 7.10** The Board **noted** the report and **approved** the new format.
- 8. Consolidated Performance Report – including HSEQ and Transport**
- 8.1** KOL presented the report, noting the new metrics such as for CO<sub>2</sub> emissions and vehicle idling times. There had been a reduction in idling times since it had started being monitored, possibly because of not needing to heat the cabs in summer months, and so there were opportunities for efficiencies.
- 8.2** The number of missed collections had increased, with 10 in May 2021 and over 10 in June 2021. For bulky waste, there had been a problem with driver numbers, and so non-scheduled collections had been cut. The metric for the parks had fallen considerably, due to the weather. Sickness rates continued to fall to towards the 3% target.
- 8.3** The HSEQ performance was going well. The purchase of 6 electric vehicles is on hold subject to LBE’s consideration of electric charging points within the depot.
- 8.4** The Board **noted** the report.

**9. Risk Management – update**

**9.1** MB suggested that the risk register be reviewed in detail at the next meeting, which was **agreed: ACTION**. MB noted that the risk related to HGV drivers had not been recognised and added, which KOL acknowledged and noted that this had been discussed by the senior team as well. **BHCS**

**10. Finance – update**

**10.1** KP presented the report, noting that GEL had generated a £34k surplus, which with the positive variances gave a £136k surplus. KP took the Board through the reasons for these variances, advising that no draw down on the loans had been required during the reporting period. The loan agreements had now been signed. The credit card was used for online purchases, vehicle taxes and payment of fines.

**10.2** The outstanding issues raised by Deloitte during the year-end reviews for the start-up costs. There were concerns that these may have breached state aid regulations, with legal advice being commissioned. As previously reported no updates had been received on the premise leases and agreements, with estimated costs of £1.2m.

**10.3** The HWRC plant provision had been agreed for an interim one year, with a tender carried out by the LBE procurement team and the vehicle and plant framework. The Board were asked to approve the award of the contract to Electric 2050 for current equipment and two further yard-loaders. The Board were asked to not the option to switch to alternative electric options for our requirements as and when this became available. Contract will be for an initial 48 months, with the potential for a 48-month extension. The Board **approved** the tender award to Electric 2050.

**11. CSR Policy – small projects and delegated authority**

**11.1** This item was withdrawn to allow more work to be done.

**12. Board Forward Plan**

**12.1** The Board **noted** the plan, which had no changes

**13. Any Other Business**

**13.1** There were no items of any other business.

**14. Date of next meeting: 16 September 2021**

**14.1** There being no other business, MB thanked those present and closed the meeting at 15:24

Signed

  
Mike Boulton (Oct 7, 2021 10:02 GMT+1)

Date Oct 7, 2021

Chair of the Board

# 2021 07 01\_GEL Board minutes\_to be signed

Final Audit Report

2021-10-07

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