

Friday 22 September 2023 10.00-12.00, People’s Partnership, Manhattan Building, Manor Royal, RH10 9AD

## BOARD MEETING NOTES & ACTIONS

**In attendance:** Tim Rose (Elekta), Patrick Heath-Lay (People’s Partnership), Martha Burnige (Gatwick School), Markus Wood (Avensys), Paul Searle (P&H Motorcycles), Steve Sawyer (MRBD), Chris Oxlade (MRBD), Clare Silva (MRBD), Cllr Bob Lanzer (WSSC), Nigel Tidy (Crawley Borough Council) (in place of Clem Smith) Michael Deacon-Jackson (FTD Johns)

**Apologies:** Ann Horne (Harwoods), Cllr Atif Nawaz (Crawley Borough Council), Nick Burrell (WSSC), Julie Kapsalis (Coast-to-Capital LEP/Chichester College Group), Trevor Williams (Thales UK) (Chair), Yvonne Taylor (PPL Insights) (Vice-Chair), Tony Maynard (CGG), Clem Smith (Crawley Borough Council)

Meeting outcome	Action / outcomes
<p><b>A. Welcome</b></p> <p>Steve Sawyer welcomed the Board and gave apologies for Trevor Williams (Chair) and Yvonne Taylor (Vice Chair).</p> <p><b>ACTION A1:</b> The Board approved the minutes from 16 June meeting.</p>	<p>The Board approved the minutes from the Board meeting 16 June</p>
<p><b>B. Budget to date</b></p> <p>Steve Sawyer presented the current financial position to the Board. The BID was in a healthy financial state and is predicting a small end of year surplus, which it is hoped will be slightly higher allowing the BID to restore its reserve in line with policy.</p> <p>The following points were made:</p> <p>Any outstanding bad debt that now comes in as revenue, has not been factored into the accounts so will go straight to the bottom line. The Billing Authority (Crawley Borough Council) have issued Court proceedings in respect of outstanding debt so we expect the income figure will go up and boost the reserve.</p> <p>Steve Sawyer highlighted the issues faced with the Town Deal projects and delays created by due diligence and subsidy control checks carried out by the Council that have particularly impacted on the creation of the Local Energy Community (LEC)</p> <p>Nigel Tidy agreed that due diligence and subsidy control checks have caused significant issues, however the Principles Analysis has now gone to the Department for Business and Trade.</p> <p>Tim Rose asked if there is a real idea of timeline? He highlighted that there is a huge risk to the whole project due to the time lapsed and more competition.</p> <p>Nigel Tidy advised that they need to finalise document and gather final thoughts from the Department for Business and Trade. The Legal draft agreement will be circulated internally in the next 2 weeks and will be ready to share. The only foreseen delay could be if the Department for Business and Trade ask any questions that we are unable to answer.</p> <p>Steve Sawyer highlighted that ReEnergise Manor Royal (Trading name for the Local</p>	

	<p>Energy Community) has been set up and ready to go for some time. The inordinate delay has undermined the project, and we will have to work very hard to regain lost momentum.</p> <p>Steve noted that Nigel Tidy has been supportive in pushing this forward.</p> <p>Steve noted that MRBD was asked accept for liability, and so risk, for any clawback of grant from the Government. In the worst case this could expose the BID to £1m of clawback, which was not acceptable.</p> <p>A month-long advertisement is going out for competitors to respond to if they wish to challenge the project. If no challenge is received, then the risk is reduced significantly.</p> <p>The solution has been suggested that Crawley Borough Council, West Sussex County Council and MRBD will share risk. There is a higher level of comfort with this, however the proportion has not yet been agreed.</p> <p>The Board are not able to make a decision on this, but all parties are working to find a solution on this.</p> <p>Patrick Heath-Lay asked who is legally advising the BID? Steve Sawyer advised that currently the BID has no legal representation.</p> <p>Martha Burnige noted that this was touched upon in last meeting and feel it is important the BID gets some legal advice.</p> <p>Bob Lanzer advised that the Board also need to see a Task list with dates of completed and outstanding tasks, along with a full risk reports/register.</p> <p>Nigel Tidy advised he can send these over to Steve Sawyer.</p> <p>Martha Burnige asked if there is a point where we must accept this won't happen and assess if the market has changed?</p> <p>Steve Sawyer responded to say that he has been contemplating it as has been draining, however it is the smaller companies that want to get to net zero who this community project will be supporting, and they still need this.</p> <p>Nigel Tidy noted that Steve has seen the skeleton legal document, and reiterated that this should be available in the next 2 weeks max.</p> <p>Nigel went on to say that they have the principles analysis, and the Council are piloting and testing this model and whether this works. The BID knows the bigger ambitions of this project.</p> <p>Steve Sawyer advised that the only thing stopping this project is the funding.</p> <p><b>ACTION B1/2:</b> The Board approved the budget to date, including project spend</p>	<p>The BID to explore taking legal on legal advice.</p> <p>Nigel Tidy to share the Risk Register and task list.</p> <p>The Board approved the budget to date</p>
<p><b>C.</b></p>	<p><b>Final accounts and audit points (Manor Royal BID Auditors)</b></p> <p>Steve Sawyer gave an overview of the draft 2022/23 accounts following the Audit Review meeting with the auditors (RPD) and presented the audit points that were set out for the Board in their papers:</p>	

	<p>Overall, there were no major issues and RPD were recommending another clean set of accounts and that MRBD remained a going concern.</p> <p>It was suggested that the audited accounts plus the management letter should be sent directly to the Board following the audit review.</p> <p>Patrick emphasised that the Board were ultimately responsible for signing these accounts off and if any issues arose the Board are responsible.</p> <p>Steve advised that this does usually happen and is usually sent to Trevor to sign.</p> <p>The Board acknowledged there was an over-reliance on Steve Sawyer and that the new Governance arrangements would help to provide the necessary support and over-sight.</p> <p>Steve will feedback this suggested process to RPD.</p>	<p>Steve Sawyer to feedback revised suggested process to RPD</p>
<p><b>D.</b></p>	<p><b>Governance</b></p> <p>Partick Heath-Lay told the Board that the work of the BID is incredibly successful and how the BID is now working has changed significantly since the start. Based on its success, the BID is now pushing the boundaries of what was initially intended.</p> <p>Patrick Heath- Lay went on to say that the BID is now managing £1.5million and accessing additional funds. Reputationally any risk would come back to the Board and this coupled with the reliance on Steve poses a greater risk than it has before. He highlighted the need for the Board to mature the governance model to minimise risk.</p> <p>Patrick highlighted that in no way is this about anything being wrong, quite the opposite as the BID's success has brought about new risks that weren't there before, and as a result the Board need to develop and mature.</p> <p>Tim Rose mentioned that as a former chair of governors at a school he also agrees this is a positive way forward.</p> <p>Patrick Heath-Lay advised that he feels the Board needs to be prepared to spend the time to support the governance. He suggested that a couple of meetings per year, with a Chair for each portfolio, to focus on the governance. Not all Board members are needed in all sections.</p> <p>He went on to suggest that in addition, the Board should meet once a year to focus on where we want to take the BID and manage projects into the portfolio.</p> <p>Paul Searle noted that the BID team usually take the load and do a good job of making it easy for the Directors. Paul went on to say that Steve needs more support in these areas, and we are all more comfortable with what is agreed. Paul advised he is happy to give more.</p> <p>Martha suggested we consider new terminology for this to include a committee structure and that the risk register should become a standard item on agenda. The Board are able to then approve the risk register, and Board agree mitigations.</p>	<p>10.42 Nigel left the meeting.</p>

	<p>Steve Sawyer advised that to give some reassurances the BID has an agreed scheme of delegation and that the BID has never at any time been at risk. He went on to say that it sounds like Board are agreeing to the new structure.</p> <p>Patrick Heath-Lay noted that Steve has managed everything incredibly well. But that the new Governance arrangements needed to be put in place as soon as possible.</p> <p>Patrick Heath-Lay asked how the sort Directors into each portfolio/ Committee.</p> <p>Steve Sawyer advised he has an idea of which Board members fit into each committee that was proposed in the paper previously circulated that can be shared again. Should anyone feel they are not in the right sub-committee to feed that back.</p> <p><b>Board approved all agree to the new governance/committee structure.</b></p>	<p>Steve Sawyer to share suggested committee members with the Board for comments</p> <p>The Board approved all agree to the new committee structure.</p>
<p><b>E.</b></p>	<p><b>AGM timetable &amp; Manor Royal Matters, 08 November</b></p> <p>Steve Sawyer noted that Yvonne Tayloe will be retiring and not standing for re-election. Leaving a BID Director position available.</p> <p>Michael Deacon-Jackson and Tim Rose are both standing for re-election.</p> <p>Martha asked if there were any particular skills the Board are looking for?</p> <p>Patrick Heath-Lay asked whether the BID has a background of each of the Director skills and experience?</p> <p>Steve Sawyer advised that the BID has not performed a skills audit recently Patrick Heath-Lay advised that this will help assign to right committee.</p> <p>Martha Burnige suggested that it would be good to have Directors across all of the Manor Royal sectors and representing different sizes of company.</p> <p>Steve Sawyer noted that the current Board have great skills sets, with voices to represent all the businesses across the business district. Logistics is one of the main sectors missing.</p> <p>A discussion took place surrounding how best to recruit and the issues with recruiting new Directors onto the Board.</p> <p>Steve explained the rules for Director nominations and proposed an open call to anyone who wants to be involved in the BID, provided they have an entitlement according to the company articles.</p> <p>The Board agreed this was a good way forward.</p>	<p>Steve Sawyer to put out an open call to recruit a new Board Director</p>
<p><b>F.</b></p>	<p><b>F: Round up of strategic issues</b></p> <p>Steve Sawyer drew the Board’s attention to the Board Report that listed a set of current strategic issues impacting or likely to impact Manor Royal. Specific mention was made of:</p>	

	<p><b>Gatwick Airport (Northern Runway) DCO Statement Update</b> Steve Sawyer talked through the revised Northern Runway statement and suggested it be submitted to the Planning Inspectorate as part of the due process. Following a discussion, the Board agreed.</p> <p><b>Parking - Gatwick Road</b> Steve Sawyer noted that overnight and commuter parking related issues are becoming more pressing.</p> <p>Paul Searle noted that he has seen an increase of parking issues as a result of the Gatwick school and his staff have found this problematic.</p> <p>Martha advised that part of the school planning there is a restriction on how many cars can park at school and this will have a knock-on effect with parking in the nearby areas but the school don't want to cause issues to local businesses. Martha advised she was happy to pick up with Paul out of the meeting.</p> <p>Steve Sawyer advised that the long-term strategic solution is to revisit the Parking Management Plan. West Sussex County Council, as the Highway Authority, are provisionally planning to undertake the formal consultation as part of the town wide review of parking some time in 2024. This is subject to change and confirmation.</p> <p>Steve Sawyer advised that Tony Maynard (unable to attend) has asked the BID to explore the potential for a Childcare facility on Manor Royal.</p> <p>Tim Rose and Patrick Hetah-Lay both advised that they were happy to ask their staff if there was a need for childcare for their staff.</p> <p>Martha Burnige suggested that it might be worth an ask of a local childcare provider.</p> <p>Michael Deacon -Jackson noted that if it was commercially viable then a childcare provider would have already set up on Manor Royal, and they haven't which might suggest there is no demand.</p> <p>Steve Sawyer advised that the BID will ask this question at the next Management group and People Conference.</p>	<p>The BID to explore the need for childcare on MT at the Management Group and People Conference</p>
<p><b>G.</b></p>	<p><b>Projects Update</b> Steve Sawyer gave a quick update of all the project as listed in the notes.</p>	
<p><b>H.</b></p>	<p><b>AOB</b> A question was raised around whether any specific Board training was available? Steve Sawyer advised that British BIDs provide this. Steve to investigate and give details to the Board.</p> <p>Next BID events coming up:</p> <p>Manor Royal Christmas Evening, Wednesday 13 December 18.00 – 20.30 at CAE <a href="https://www.eventbrite.co.uk/e/726038610027?aff=oddtcreator">https://www.eventbrite.co.uk/e/726038610027?aff=oddtcreator</a></p>	<p>Steve Sawyer to send BID Board training details to the Board</p>

All business having been completed the meeting was CLOSED at 11.33