

FuturePlaces.

BCP FUTUREPLACES LIMITED

AGENDA – 31 OCTOBER 2023

ATTENDING

Karima Fahmy (KF), Non-Executive Director and Interim Chair

Ian Marcus (IM), Non-Executive Director

Pat Hayes (PH), Non-Executive Director

Ian O'Donnell (IOD), FuturePlaces Lead Executive

Graham Farrant (GF), Shareholder Representative

Sophie Cross (SC), BCP FuturePlaces

David North (DN), BCP FuturePlaces (Item 6 only)

Charles Maunder (CM), Pinsent Masons

Faith James (FJ), Pinsent Masons

Neil Fraser (NF), Interim Company Secretary

APOLOGIES

Gail Mayhew (GM), Executive Director

1. Welcome and Apologies for Absence
2. Notice and Quorum
3. Declarations of Interest
4. Minutes of the meeting held on 11 October 2023 and review of Action Log
5. Update on Company closure:
 - Business transfer agreement / termination of service agreement
 - Update on vacation of FuturePlaces offices
6. Financial Update
7. HR Update
8. Any Other Business
9. Date of Next Meeting – Wednesday 15 November @ 2pm

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BCP FUTUREPLACES LIMITED – Company number 13465045

BOARD MEETING - MINUTES

WEDNESDAY 11 OCTOBER 2023 at 12:00pm via MS TEAMS

Present:

Karima Fahmy (KF), Non-Executive Director & Interim Chair

Ian Marcus (IM), Non-Executive Director

Pat Hayes (PH), Non-Executive Director

In Attendance:

Neil Fraser (NF), BCP Deputy Head of Democratic Services and Interim Company Secretary

Faith James (FJ), Pinsent Masons

Charles Maunder (CM), Pinsent Masons

Sophie Cross (SC), HR Manager - BCP FuturePlaces

Ian O'Donnell (IOD), BCP Corporate Director of Resources and FuturePlaces Lead Executive

Apologies:

Gail Mayhew (GM), Director

Graham Farrant (GF), CEO BCP Council and Shareholder Representative

Jon Fisher (JF), Pinsent Masons

1. WELCOME AND APOLOGIES FOR ABSENCE

- 1.1 The Chair welcomed all present to the meeting and noted that apologies had been received from GM, GF and JF.

2. NOTICE AND QUORUM

- 2.1 The Chair highlighted the meeting notice and confirmed that the meeting was quorate.

3. DECLARATIONS OF INTEREST

- 3.1 The Board members confirmed that there were no interests to declare for the items on the agenda.
- 3.2 The Board confirmed that IOD was to be seconded from BCP to act as FuturePlaces (FP) Lead Executive until the company ceased to trade. It was confirmed that IOD would not be appointed as a Director of FP. SC was finalising IOD's job description in consultation with CM. The Board noted that in his role as Executive Lead, IOD would owe his duties and be responsible to the Board of FuturePlaces.

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- 3.3 KF reported for the sake of completeness that she had taken on a new non-executive appointment which had been recorded on the register of interests and did not give rise to a conflict of interest.

4. WELCOME TO IAN O'DONNELL

- 4.1 The Board formally welcomed IOD to FuturePlaces.
- 4.2 IOD set out his professional experience in Local Government, which included helping to manage Local Authority financial issues and the winding down of their various subsidiary companies, together with experience as a director on a number of company boards.
- 4.3 Since joining BCP, IOD had undertaken a review of the Council's organisational structure to allow BCP, as FP shareholder, to take action in a more orderly way. This had included improving governance in respect of Councillor directed engagement and officer led actions.
- 4.4 In respect of FP, IOD set out actions taken so far and the plan for further actions to ensure orderly wind down of the Company, including the transfer of projects and the HR position on TUPE. IOD advised that the next steps would include a review of cashflow, balance sheets and the Company's position with creditors, assets and liabilities. It was anticipated that reports on progress would follow at future Board meetings, with Pinsent Masons to provide guidance as required. IOD suggested that he should hold one to one meetings with each Company Director.
- 4.5 The Board recommended that IOD help reassure FP staff on the TUPE process and ongoing project work. SC confirmed most staff concerns related to BCP staffing structures. IOD acknowledged the nervousness of FP staff and stressed the need to be as clear as possible on the TUPE process, timetables and outcomes.
- 4.6 The Board agreed that IOD should hold an all-staff meeting with FP staff to provide reassurance on the points above.

ACTION – SC to schedule date of all-staff meeting with IOD.

5. HR UPDATE

- 5.1 SC provided an update on HR matters.
- 5.2 The Board formally ratified the letter sent in response to an employee's resignation letter.

6. ANY OTHER BUSINESS

- 6.1 None.

7. DATE OF NEXT MEETING

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- 7.1 The date of the next Board meeting was confirmed to be 18 October at 11am via Teams. It was agreed that meetings would be held every two weeks thereafter.

End: 12:36

DRAFT