



WEST SUSSEX ASSOCIATION OF LOCAL COUNCILS LIMITED

Minutes from the Board Meeting of West Sussex Association of Local Councils Limited held via a Zoom video/audio conference on Monday 15th December 2020 at 10.00am

Directors Present	Terry Oliver	Horsham District Association and Chair
	Phil Baxter	Horsham District Association
	Rodney Jackson	Mid Sussex District Association
	Tony Nicklen	Adur District Council
	Mark Mulberry	Mulberry and Co
	Roger Taylor	Weller Hedleys

Presidents and Vice Presidents Present	Michael Chater MBE
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Hampshire ALC (at 10.40am)	Dawn Hamblet MSc, FICPD, Chief Executive Mike Evans, Chairman
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Project Leader (at 11.30am)	Prof. Colin Copus
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Also in attendance	Joanna Cadman	Administrator
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- 1. Apologies for absence:**
Apologies were received and accepted from Lilian Richardson, Arun District Council, David Ribbens, Chichester District Council, Mike Beal, Chichester District Council, Michael Warden, Arun District Council.
- 2. To approve the minutes of meeting held on 23rd November 2020.**
The minutes were approved as a true record of the meeting, subject to the changes proposed by Phil Baxter. Proposed by Phil Baxter, Seconded by Terry Oliver, all in favour.
- 3. Matters Arising (not on this Agenda).**
None.
- 4. To receive and note correspondence from Clerks since the Board meeting on the 23rd November.**
A member council had queried the submission of accounts to Company's House without prior approval at an AGM. Mark Mulberry confirmed that it was not necessary to hold an AGM in order to submit accounts to Company's House, as they are signed off by the Directors. The accounts are laid before members at the AGM, this is not a process needed for Company's House submission.
- 5. Date of AGM**
25th February 2021. 10am Board meeting. 11am AGM. Proposed by Mark Mulberry, Seconded by Phil Baxter, all in favour.

Mark Mulberry will outline the process required to call the AGM at a January meeting of West Sussex ALC Ltd. The AGM notice will be issued before the end of January 2021.

6. **Potential of Hampshire/Berkshire offer (private and confidential)**

Dawn Hamblet, Chief Executive of Hampshire Association of Local Councils, introduced herself and Mike Evans, Chairman of the Association, and explained that she had met with the Project Team (Lilian Richardson, Mike Beal and Terry Oliver) in the summer. Dawn had presented a paper to the Board which outlined two options for providing services to West Sussex ALC Ltd, and she now talked the Board through these options.

Members noted the following:

- West Sussex ALC Ltd would propose to use the current trainers, as their programmes are excellent.
- West Sussex ALC Ltd is currently VAT exempt. This change would mean that it would in future only be partly exempt.
- It would be necessary to build a new website, as SSALC own the domain name for the current site.

Currently West Sussex ALC Ltd pay £76,000 in membership fees to SSALC. The equivalent option from the Hampshire ALC would cost £39,000. This would rise to £47,000 with VAT, although it was expected that the Association would be at least partly exempt.

Mike Evans reported that he found the relationship with Hampshire ALC to be completely open and transparent. Hampshire ALC's Board of Directors were very supportive of the proposal under discussion.

Dawn Hamblet advised that 260 Hampshire Town and Parish Councils and 140 Berkshire Councils use their service. She advised that a contract could be in place by the beginning of the new financial year, if agreed.

Directors discussed how members could be advised of the proposals before the Board. Mark Mulberry pointed out that the Board is appointed to make decisions on behalf of its members. There is nothing in the Memorandum or Articles of Association that requires the Board to ask members to agree decisions made by the Board. Members could be given a comprehensive report, illustrating the service that they can expect from the move to Hampshire ALC and the benefits of the move, and comments invited. All comments would be taken into account when the final recommendation is made by the Board of West Sussex ALC Ltd.

Directors discussed the Board's proposed report to Members and agreed the following:

1. A forward from the Board, explaining actions to date and outlining recommendations.
2. The proposal from Hampshire ALC and Colin Copus' report to form appendices
3. Members concerns to be addressed.
4. The report to be sent to SSALC Ltd at the same time as it is sent to member councils.
5. The first draft of the report will be prepared by a working party.
6. All directors will send their input for the report to the administrator, who will collate it.

Mark Mulberry suggested that he and Roger Taylor review the report for factual content, as they could not be involved in writing it due to their conflict of interests as directors of SSALC Ltd.

Thanks were recorded to Dawn Hamblet and Mike Evans for all their help and for very comprehensive proposals.

7. **Project Update and Report writing**

Members discussed the possible future structure of the Association and the potential greater involvement of member councils whilst keeping an Executive Board to make strategic decisions on behalf of West Sussex ALC Ltd. Meetings of member councils and the Board could be held on a six monthly basis, rather than annually as now, to enhance communications between member councils and the Board.

This proposal will be reviewed at the January meeting of the Board.

8. **To receive Colin Copus, attending for information gathering**

Colin Copus advised that he had, to date, interviewed various people for his report, but that he plans a number more with clerks and parish councillors.

His purpose for this meeting was to understand exactly what the Board believed was the most suitable and valuable way forward. He proceeded to ask, and to receive answers to, a number of questions.

Colin Copus undertook to send a short review of the current position with the review before the next meeting on the Board on the 7th January.

The following actions were noted:

- The Administrator will send Colin Copus a selection of clerks and councillors to interview, using one large and one small council from each area.
- Colin Copus will conduct another 10 – 11 interviews, and then write them all up together.
- The Administrator will arrange a meeting between Michael Chater and Colin Copus.
- Colin Copus will report back at the January meeting.
- All Directors will be asked to give input to the Directors' section of the report, to be received by the Administrator by the 21st December.
- The Administrator will ask SSALC for a map of the County, with districts.

9. **Date of next meeting**

7th January 2021, 10.15am.

The meeting closed at 12.50pm.

Signed (Chairman) _____

Dated _____