

Northallerton BID

Minutes of 1st Interim Board meeting: Tuesday 10.1.17

1. **Present:** Lindsay Judd (Chair), Simon Bailes, Marcus Grover, Julie Hutson, Mark Haynes (Advisor), Ashleigh Atwell (Advisor)
2. **Apologies:** Charles Barker
3. **Setting up the BID company:**
 - i. An urgent activity is to establish the company, set up a bank account and get VAT registered. The Mem & Arts were discussed and the key elements agreed are detailed at Annex 1.
 - ii. Agreed legal input will be required, assistance has been offered from Newtons Solicitors who have a good corporate Law background a quote to be sought.
Action JH: to seek quote from Newtons
4. **Voluntary Contributions:**
 - i. Agreed that below the 10K RV threshold we would have a minimum fee of £150, a deviation from the BID proposal, which states it would be 1.5% of the RV, however low that went.
 - ii. We will have to invoice and collect voluntary contributions ourselves as a BID company. HDC will only collect to mandatory levy.
 - iii. When forecasting the yearly budgets/cash flow the voluntary/uncollected amounts could affect the cash flow.
5. **BID Manager:**
 - i. First draft of BID manager job description/person spec and advert has been scoped by JH. Aiming to get this agreed asap to enable recruitment to start ahead of company set up and get manager on board in April.
Action all: look through and bring comments to next meeting.
6. **Office and base for BID manager:**
 - i. New premises – price agreed with Joe Cornish's room at £140 + VAT per month inclusive of utilities and rates. Will ask to secure this from 1.4.17 start.
Action LJ/JH: to secure room from 1st April 2017.
 - ii. Agreed to replace the carpet for £100.
 - iii. Wifi arrangements need to be established
Action JH: to get David at Hutsons to discuss options and report to board
 - iv. Julie has purchased a desk and chair for £22 and will store for us.
7. **Interim Board members:**
 - i. A range of names have been put forward for the interim board. Board members were assigned people to approach and discuss the BID and how they can contribute.
 - ii. Initially should try to fill board positions based on the board composition agreed as part of Mem & Arts (see Annex1)
8. **Agreement with HDC:**

- i. BID interim board met with HDC on 13.12.16 and agreed an outline funding proposal - £10k working loan to be repaid from the first year levy, BID to invoice the levy quarterly in advance, a reconciliation mechanism to be agreed to cover potential bad debts.
- ii. HDC will work up documents to formalise agreements.

9. BID Workstreams Progress

- i. A number of projects have been identified in the BID ballot process which are being explored for early delivery:

Marketing: Ashleigh is onto looking at how and what working with W2Y will bring to the BID and the cost of this.

Safe & Secure: Costs for the installation of a further CCTV camera at the North End of the High Street are being obtained.

Business Support: Group buying options for the BID are being explored to assist small business save costs and recoup their levy.

10. Dates of next meetings:

Tuesday 17.1.17 - 9.30 to 11.30am at Bettys.

Tuesday 24.1.17 - 9.30am to 11.30am at Bettys.

Tuesday 31.1.17 – 9.30 to 11.30am at Bettys.

Annex 1 –Mem & Arts parameters

Interim board discussed and agreed the following parameters to be included in the Northallerton BID Limited (or whatever company name is decided upon) Mem & Arts when registering with Companies House:

- BidCo to be a not for profit limited Co.
- Stockton BID Mem & Arts to be used as the base model (subject to legal advice/input)
- Min 8 Directors max 12
- Quorum for meetings 3
- Voluntary contributions – min fee £150, above £10k levy rate of 1.5% of RV to hold irrespective of co. size.
- To allow for people without a business in town but key input/skills to be part of the Bid Board two measures agreed
 - 2 co-opted directors (with full voting rights and subject to sanctions on attendance)
 - Board Advisors (no cap defined – no voting rights not subject to sanctions on attendance)
- Attendance – 3 strikes and you're out policy to apply
- Alternate/Substitute directors – to allow wider range of input and to ensure good board attendance substitute directors to be allowed.
- Board composition – to be included as an ideal but not defined so as to be a constraint, ideal defined as:
 - 2 Independents
 - 2 National Retailers
 - 1 Hospitality
 - 2 Professional Services
 - 1 Market Trader
 - 4 undefined
 - Upto 2 co-opted
- If utilising Stockton BID include definition of clear days.