

Notes of Transition Network Trustees Meeting 29 July 2021

Present: Darren, Hilary, Peter

Apologies: Anna, Julia

In attendance: Amber, Becky, Kevin, Keyne, Nicola

Roles:

Chair: Peter (first half), Hilary (second half)

Time: Darren

Record: Amber

Heart: Becky

Assumed knowledge/jargon-watch: Amber

Roles:

[Action points collected from this meeting:](#)

[Any potential conflicts of interest for this meeting](#)

[Actions from Jun 2021 meeting](#)

[Acceptance of Notes from Jun 2021 Meeting](#)

[Heart Circle Lead Link update](#)

[Trustee approval of Primary Circle decision/s made:](#)

[Risk Register Overview](#)

[Treasurer's Report](#)

[Fundraising Report](#)

[Filipa Pay Proposal](#)

[Complaints Policy](#)

[Trustee Induction/Appointment](#)

[Engagement of Trustees in 2021 Areas of Focus](#)

[Review of Schedule of Matters Reserved for the Trustees](#)

[Review of meeting and check out](#)

Action points collected from this meeting:

Who (role/s)	Action	Done	Outcome/Notes
Nicola (Fundraising)	Arrange meeting with our main funder for the autumn re future funding	Done	11th and 29th October
TCL	'Risk register for Seed Funding' to be represented		

	within a new line on the Risk Register.		
Darren	Proposal re cost of living award to go to Trustees ahead of wider staff group (for feedback/comments etc.)		Information going to HR decision-making group so they can run a consultation with staff team.
Becky	Set up meeting between Becky and Comms circle re Patreon (content creation)	Done	
TCL/Amber	Additional comments from Darren and Keyne will be incorporated and then policy re-circulated via email for final approval (previous comments have been incorporated).	Done	
TCL/Hilary	Review of Schedule of Matters reserved for Trustees - not covered this time, put high up on agenda for next time (Nov). Meeting between Amber and Hilary re some of the items on schedule of matters to make a proposal for next meeting.		In progress
Sam	Add prospective trustees to Slack channel	Done	

Any potential conflicts of interest for this meeting

Keyne - The Royal Academy of Engineering works with a lot of funders, there may be some crossover with some of TN's funders. Feels useful to flag up.

Kevin - C40 - as above.

Actions from Jun 2021 meeting

Who	Action	Done	Outcome/Notes
Team Wellbeing/ Admin & Compliance	Update sharing settings for Policies & Compliance Tracking Document (and associated policies) to include new/prospective trustees. Update policy tracking spreadsheet. Include review date column.	Yes	Column E is review date column. Updated re Totnes office closure 30 Sept 2021 (Cell D47).
Trustees	Create new rows for the risk register?	Ongoing invitation	Risk register was circulated (to staff and board) 21 July. Peter - I've taken a look at the Risk Register and while I have some questions I didn't feel the need to add any rows. I'd consider this invitation to be an ongoing action.
Trustee Compliance	Updating the Trustee skills and experience audit - to add onto the agenda for next meeting	Not done yet. Will	Amber - will contact Becky, Kevin, Keyne

Link		carry action over.	after re-reviewing their trustee application forms to collect skills/experience and ask them to update if anything missing
New trustee co-stewards	Suggestion for onboarding of prospective trustees to include induction to England & Wales project (and distributed circles?) in relation to TN, funding, governance, etc.	Update right	Hilary - this action was with me I think - to set up an opportunity to hear about the historical relationship of TN and UK transition and a sense of where we are now. Keyne was most interested but we agreed to pause it as there is quite a bit of input at the moment. I'm happy to pick up at the meeting later.

Acceptance of Notes from Jun 2021 Meeting

Notes accepted.

Heart Circle Lead Link update

Nicola gave a update in relation to our Areas of Focus for 2021.

Hilary: Do we need another meeting with our main funder?

Fundraising for 'Storyteller' role? Rob's role + amplifying other diverse voices within the movement. 26 Aug - meeting (about Minor Foundation) re comms and strategic planning. Is this idea fundable?

Trustee approval of Primary Circle decision/s made:

- Proposal that Darren join the Primary Circle was agreed.
- Election of Heart Circle Lead Link - Nicola was elected.
- Election by consent for two TN Hubs Heart Circle Members - Darren and Liza were elected.

Trustees present gave approval of above decisions made at Primary Circle meetings (30 June and 01 July).

- Decision to approve Policy and process on open and closed recruitment at Transition Network

Trustees present gave approval of above decision made 20 May 2021.

Risk Register Overview

Discussion/reflections/questions:

Staff risk - what are we expecting the HR group to hold as part of this review? Was in relation to reviewing salary and paid time of Filipa currently in progress. A lot of reliance on the HR decision making group. Capacity? Is this group operational enough to meet demands of multiple decisions. Useful to flag. Let's revisit HR group capacity part in the trustee engagement section of this meeting

Data protection - mishandling or loss of data. Any particular learning from this? e.g. things that we need to change in the future? We are getting ever better at this, celebrate that hacking attempts are down, Sam in the Data protection role giving data protection advice to distributed roles/circles within our wider system.

ECOLISE - trustee role in TN's reputation? Role in mitigating this risk. Total trust in how this is being handled. Supportive of proposal. Absence over direct control over reputational risk of TN. Indirect control.

Financial - Key risks right now are financial. Mitigation is that Nicola has left two roles recently to concentrate her energy on fundraising as a priority.

Subsidy Control (The National Lottery Community Fund) - trustees down as responsible, wanted to flag. Post Brexit word for State Aid. The National Lottery Community Fund suggested TN take own legal advice on this. Do we want to get independent legal advice? Terrible implications for getting this wrong. Do we know of a real example of The National Lottery Community Fund taking back grants?

Covid - should we add a row for Covid related risks? We are managing this as part of process for potential in-person Sept gathering. Covid may impact on delivery of projects partly due to Covid itself but also due to financial impacts on partners and other bodies.

Seed-funding - Another risk register now exists for the Seed Funding in England and Wales. Maybe this needs to be reflected in this Risk Register.

Reputational risks - Keyne has done lots of speaking engagements recently. Would be useful to get some clarity on TN etiquette/Twitter 'guilt by association', reputational risk etc.

Treasurer's Report

We don't yet know the date when our grant contract with our main funder will start this year, with potentially severe financial implications. Is there anything we can do to help this? Darren will communicate clearly to our main funder the potential impact on TN.

More work to be done on the outworker (home working) costs and the proposed 1% pay increase (dependent on a good outcome to the grant contract start date question). Home working costs a more complex issue than it initially appears - potentially a consultation process required with staff team.

Fundraising Report

Keyne has some insight into how Lankelly Chase make decisions if that is useful? Forum for the Future are the lead partner in that funding relationship. Nicola will connect Sarah McAdam and Keyne.

Hilary: Happy to offer support around funding.

Becky: Cassie (TN / The National Lottery Community Fund contact) - I know her personally. Wasn't sure whether to declare this at the beginning as a conflict of interest. I will be working with Cassie on an unrelated project at Schumacher College. Being in the first tranche of this [The National Lottery Community Fund] funding is a huge endorsement. Pointers /introductions are still needed for wider grant funding for TN.

Becky: *Patreon* / content creation, acknowledging the amazing content on TN.org.

Nicola: Put Becky together with Comms circle re *Patreon* - action point.

<https://www.patreon.com/c/communities>

Filipa Pay Proposal

Proposal is that from August 2021, and back dated to July 2021 if we can find a way to do it, we increase Filipa's paid hours in the Belgian context to 4 days a week.

Proposal is agreed by Trustees present (Darren, Hilary, Peter).

Complaints Policy

Additional comments from Darren and Keyne will be incorporated and then policy re-circulated via email for final approval (previous comments have been incorporated). Amber to speak to Julia to action..

Trustee Induction/Appointment

Feedback round on the current thinking to slow down on formal trustee appointment. May result in a proposal:

Peter: what we decide today doesn't have to apply to everyone. We can stagger the formal trustee approval. You will never be completely ready! It took me at least a year to get to grips with being a trustee. There isn't a set amount of capacity required, it's different for everyone. Once you are part of comms channels, it is a good place from which to learn and be part of the team (post trustee appointment/prior to primary circle membership). It can feel daunting and overwhelming - no expectation for you to be a trustee as a finished article. Very clear in our recruitment that we weren't looking for experienced trustees. This is a learning experience.

Darren: echo much of what Peter expressed. Not been here a year yet and certainly don't understand all yet. Working with Finance group has been really valuable. Encourage prospective trustees to join some kind of working group. Have done less on the co-stewarding job than I would have liked so apologies to Becky for that. Here for questions.

Becky: no apologies needed! Email from Amber re proposal to wait until after the Sept gathering for formal appointment felt right to me. I agree with the later down the line appointment.

Keyne: gesture of agreement and support with Becky re later formal appointment. Struggled to find capacity to engage recently due to huge workload and commitments. Momentum is gathering and the shared gov session was hugely valuable. There is a plunge moment to take and understand that we won't ever be truly ready. Ready to take some annual leave in which time I hope to dedicate more time to this. Also conscious that I can be drawn into too many things and then struggle to manage my capacity. Interesting and useful to keep tabs on this.

Kevin: thanks to Amber and Peter for responding to questions and setting up 1-2-1's etc. Have attended a number of circle meetings now, a few more to come. Echo Peter and Darren's point about never being ready. There comes a point where I/we have to make a decision. I am in no doubt that I want to proceed to formal status. I feel buoyed by what I have seen so far and feel happy about my decision to become a trustee. Feel relaxed about when this happens time wise. This is the right organisation for me to be a part of.

Nicola: I was the one who raised a tension in the HC meeting about this process. In early 2020 one of the trustees we appointed wasn't a good fit and it wasn't what they were expecting. If we had more time in the 'courtship' we may have avoided this particular issue. When we recruited Darren we took this into account with the longer 'courtship'. I am not holding this tension as a strong objection. Will be good to have greater capacity within our trustees group. The risks are not high for moving ahead with formal trustee appointment.

Hilary: no concerns re formal appointment. Any proposal for a date? Individual decision so don't all have to be the same date.

Keyne: thank you Nicola for raising tension in the first place. Agree that naming a date would be good. I have some anxiety around disrupting governance systems - my ADHD means I can be prone to blurting things out. Questions around risk/capacity.

Hilary: so much support within the shared governance structures/processes which will support Keyne with this particular concern.

Peter: I echo Hilary. There are always moments and opportunities for learning and practicing. Disruption is part of learning. I am ready for prospective trustees to come on board. What are the barriers? What can be done between now and appointment to remove those barriers? Is it just more time? Or something more specific?

Keyne: attending circle meetings, understanding more about the wider global Transition movement. Stakeholder mapping and understanding.

Becky: would like to attend more circle meetings - would it make a difference whether I was attending as a formal trustee or not?

Hilary: I have NEVER attended a circle meeting!

Keyne: engage a bit more with the local London Hub to get more context on what we are supporting. Need first hand understanding of on the ground work. Will connect with Hilary around this.

Peter: useful to hear these reflections and has made me change my mind. Wonder if the Sep gathering date/s is a good time to aim for?

Hilary: would be good to have prospective trustees as formal trustees by the next Nov Trustees meeting.

Proposal: Friday 10 September for formal trustee appointment - for those who are ready

Update on Trustees Sociocratic Review

Carried over to the next meeting.

Engagement of Trustees in 2021 Areas of Focus

Becky: from today, already started a chat with Yaz, Sam, Amber about how I can contribute to web/comms related content. Happy to be involved in this side of things as I transition into Transition!

Kevin: happy to help with some of the fundraising and evaluation stuff. Already setting up meeting with Municipalities in Transition group.

Keyne: need to be led by the hand re timings/meetings etc. Other trustees if you are already arranging and having meetings, I could always sit in on these. Would welcome a steer on where would be good for me to engage from the TN team perspective.

Nicola: I hope that the regional gatherings will have a nice mix of staff and trustees for these conversations to happen.

Review of Schedule of Matters Reserved for the Trustees

Not covered this time, put high up on agenda for next time (Nov).

Meeting between Amber and Hilary re some of the items on schedule of matters to make a proposal for next meeting. Amber to record as an action point.

Review of meeting and check out