

Notes of Transition Network Trustees Meeting 16 Nov 2021

Present: Anna, Becky, Darren, Hilary, Kevin, Keyne, Peter

Apologies: None

In attendance: Amber, Julia, Nicola

Roles:

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

Time: Darren

Record: Amber

Heart: Keyne

Assumed knowledge/jargon-watch: Becky

Roles:

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

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Next Steps/Any Gaps

[Review of meeting and check out](#)

Action points collected from this meeting:

Who (role/s)	Action	Done	Outcome/Notes
Amber/TCL and Hilary/Co-Chair	Circulate Schedule of Matters for input re who/when/why and checking off for 2021.		
HR group	HR group to review consultation feedback and make decision on pay award, to be ratified by trustees over email.		
Amber	Increase severity on risk register for loss of staff		
Julia	Speaker request role to channel opportunities to trustees where appropriate & help create speakers toolkit (eg. 5 point presentation)		
Hilary	Doodle for trustees sociocratic review		

Any potential conflicts of interest for this meeting

Actions from 29 Jul 2021 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.	Done	
Darren	Proposal re cost of living award to go to Trustees ahead of wider staff group (for feedback/comments etc.)	Done	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	

Acceptance of Notes from 29 Jul 2021 Meeting

Link to notes [here](#).

Notes accepted.

Heart Circle Lead Link update

See [Heart Circle Lead Link Update November 2021](#)

Discussion/resources shared on Transformative Governance work:

- Forum for the Future + BRAP + other groups. Lankelly Chase has been very instrumental as well as being part of this collective group. Contact Sarah for more info. Further reading - Miro board from the Transformational Governance conversations: https://miro.com/app/board/o9J_ICEKVpM=/ & the [Notion site](#) is very comprehensive on the TG work.
- Deborah and Sarah are offering a learning session on proposal/ policy creation in shared governance. This could be a subject of interest for staff as well as trustees.

Finance:

See [TN Reserves - 16.11.21.docx](#)

Two updates: Nigel recalculated that our expected level of unrestricted reserves increased from approx 111k to 121k.

Reserves: This paper is not a formal proposal but to start process of thinking about our reserves levels going forward, particularly heading towards Jan strategy gathering and thinking about fundraising. Paper to reflect on what we're trying to hold our reserves for, and questions to hold in mind for the future.

Treasurer's Report [Darren]

See [W Treasurers Report - November 2021.docx](#)

Fundraising Update Report [Nicola]

See [Funding update November 2021](#) .

Financial Picture for next year:

Nicola: We ideally need another £350k for next year. £109k of this for the distributed circles. Ballpark from our international funder likely to be £250k. Hoping that we can provide some great extra evaluation information, and that this will strengthen our grant officer's ability to advocate for a higher grant or a longer timescale. If being prudent, we need more funders - eg. Minor Foundation, major donor fundraising. This time last year we had a plan A which worked, this time plan A feels shaky, so we need a better plan A.

Regarding The National Lottery Community Fund, if there's a review of the Growing Great Ideas fund this could affect 4-10 year part of the grant.

(Trustees discussed and shared questions about the evaluation work, and how we can meet the funder's expectations. These notes have been passed on to the Feedback Loops role.)

Hilary: Summary: increase reserves, broaden funding sources...

Cost of Living Pay Proposal [HR Group rep by Darren]

Many comments from team on pay award consultation. HR group to review and make decision, to be ratified by trustees over email.

Nicola: New calculations from Nigel on reserves doesn't include cost of living increase.

Darren: If implemented reserves would be 116k whereas target is 107k.

Hilary: If we have reserves currently, we should go for the 2% cost of living increase.

Peter: Feels useful to add that as trustees we have legal responsibility for the health of organisation, finance is a chunk of that. We've made a few decisions within the HR group which have involved and impacted on finance and looking at decisions in a more systemic and complex way. Trying to balance what we can and can't measure.

Any additional thoughts, please put on document or email them to any member of the HR group: Peter, Julia, Nicola or Anna. Consultation closes tomorrow.

Working from Home Expenses Proposal [HR Group represented by Darren]

Combined into proposal above.

Approval of the [Trustees' Report and Financial Statements for the year ended 31 March 2021](#)

Darren: Independent Examiner's report hasn't made it into this version of the document - apologies. It will be on the version that goes to Companies House, CC, on the website etc. Financial position they show is the same as what was presented at last trustees meeting.

Decision: Trustees approve Trustees report and Financial statements for year ended 31 March 2021.

Risk Register Overview

See [Risk Register](#)

Key reflections:

- Keen to see progress made on what a Hub for England and Wales could look like (Nicola).
- Question on whether strategic intentions are the same as our Areas of Focus?
- Row 9 - on organisational structure: Deborah opening up space to reflect on shared governance in January (Nicola)
- Re seed funding: being allowed to do subsidy controls will be important, we haven't had legal advice about it so far. Amber & Sam applied for partnership membership of A4ID (pro-bono lawyers) so perhaps solution lies there (Nicola)
- Row 9 - I'm a fan of our governance structure but there are times when it creates difficulties and slowness. Proposal on cost of living is an example. Good for us to reflect on how active or passive we are as trustees within that process and if there's anything we can do - delegated responsibilities, what we need to be part of and what we don't (Peter)
- Row 14 - Loss of staff. This is a complex risk, loss of staff generally & certain members of the team. Risk of that happening at the moment, evaluation, institutional memory & fundraising. Agreed to increase severity risk on register.
- Risk of overspending on budgets due to inflation.
- Re trustee roles. Aware of capacity.
- Governance & distribution roles: Part-time roles a real challenge, people on different amounts of hours affecting availability, things getting stuck. Relates to budgeting.
- Challenge of TN working entirely online.

Review of the Schedule of Matters Reserved for the Trustees

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

Hilary: Action to circulate this to trustees for input. Amber and I met and we agreed to add additional columns to ensure that these get covered (who, what, how + each year).

Trustees Skills and Experience Audit

See [Trustees Skills and Experience Audit document](#)

This is about looking at existing opportunities and ones we can create for potential trustees.

Everyone has filled in skills & experience audit. Some lack of clarity about headings & to be scored. Amber has pulled together into a combined tab.

Key points:

- Looking at lower scores - 'is involved in Transition initiative or hub' is not a concern to me; more about understanding about the type of work that Transition does (Hilary)
- Recruitment - connections with funders, social entrepreneurship.. be good to have someone with a real knowledge of income generation in an organisation like ours. Are there others who have done more innovative stuff in orgs like us?
- Differentiating between experience/skills & willingness. Use notes section to capture.
- Bringing in scope for something more self-directed. What do you think you would like to bring to your trustee role?
- Lived experience and diversity, a way to capture this? Particularly with view to recruitment.

Trustees as representatives of TN

How could we be more effective ambassadors? Nurturing collaborations/funding etc. Ref: [2021 Areas of Focus](#)

1) Check in with how trustees can engage with TN at the moment..

2) Check in about other opportunities that we haven't explored, or could be looked at. Speaking opportunities, representing TN at events, linking with evaluation and comms work.

Listing existing roles on working groups:

Peter	HR Decision Making group, Income generation group
Hilary	Income generation group, Transition Together development 'holding pin'(?), attended some Lankelly Chase governance discussion (informal)
Darren	Finance, Income generation group, Hubs Circle Link, some meetings with funders
Anna	HR Decision Making group
Becky	Not a formal member but contributed to comms circle re accessibility & external comms approaches. We talked about some informal training around digital accessibility, and helping with comms bid proposal for Minor Foundation. Happy with working on language.
Kevin	Happy to get involved in income generation, happy to be involved in evaluation - as well as HR but looks like there's enough people in that group.
Keyne	May be of additional help re comms & governance & crunchy technical areas

Key points:

- Need way of making clear what the avenues for involvement are. Some, like HR group, through election by consent. Others are opt in. Also flag time commitment & what role entails
- Reminder that there's trustee basic time commitment & then these are optional extras, depending on fluctuating capacity, a good way to feel involved.

- Sometimes there are temporary groups re project development.
- Way to flag which proposals need input (and who)?

Opportunity, ability, motivation

Opportunities for trustees to act as ambassadors/to represent the organisation:

Hilary: Note Rob had written about his role & need to expand the number of recognised voices for TN. Are we properly maximising the potential we have to speak in other places? Useful to have basic info about Transition & then telling from our own perspective, not feeling like you have to be Rob, but to tell your own version based on your connection or experience.

Key discussion points:

- Julia holding speaker request role at the moment, receives enquiries. Can channel opportunities to trustees too.
- Need for updated presentation slides/slide decks & key messages, eg. 5 points
- Characteristics of Transition work links to this discussion
- Anna mentions that she's a trustee for TN when doing other talks/opportunities - low hanging fruit.
- Opportunity or offer? In Happy Museum session we created a shared narrative. Could we do the same for TN? (Hilary)
- Worth having exploratory conversation to build up a system map of who is doing what, when, where and how. What the opportunity is to relay TN stories - developing messaging, etc. What are we offering, where do we signpost interested people/orgs etc (Keyne)
- Being aware of opportunities & notice spaces where TN could bring something or receive something. Developing relationship with funders? Income generation?
- Calls to action: audience of broad public, does TN have a Call to Action? What do we want people to be doing at any given time? How is this being fed through TN?
- External evaluation Canva as an output that can have multiple purposes? Makes sense to look at that as an opportunity - an engagement and opportunity tool to seek out donors.
- On narratives: building a new system while the old one dies (system collapse). Analogy of a brown dying lawn but the green shoots are numerous and are there (grassroots community action) when you look more closely (just not very visible yet). We need to be part of communicating the new system via our own narrative (Hilary).
- Elements of risk to unspoken power, who gets to craft and speak a narrative, who and what is included and not included. Important to be strategic about this, who are we persuading to do and what? (Keyne)
- The role of trustee opens certain doors where the role of community member doesn't necessarily. How will invitations for speaker requests respond to 'here's a trustee' vs 'here's a group'? (Peter)
- Comms strategy - massive lack of capacity in the comms circle, keeping it as a priority but not sure how we do it given this ongoing tension.
- Calls to action might be - see if there's a Transition group you want to join, see if you'd be up for starting one, join social media channels (Nicola)

- What are the more short term capacity building things we can do to build resource and take advantage of opportunities while comms is something we are fundraising for and thinking about strategically?
- Slack group for fast turnaround requests, exploration discussion re existing connections to identify particular opps, calls to action, where to direct people re what the movement is etc. Not instructions but ideas of how to self-directedly get involved.
- here's something you can read, have tea with your flatmate and chat about Transition, come to this zoom, etc.

Trustees Sociocratic Review - Update

Idea that we should review how we're getting on as trustees. First session was structured by Anna - picked up on things we were involved with that don't usually come out in a meeting like this. Suggestion to have one after the January Gathering. Chance to check in and see how it's going. A bit like this discussion, but less action and more of a check-in. Hilary will create a doodle and set something up.

Review of meeting and check out