

# WOMEN'S BREAKOUT

## Meeting of the Board of Trustees

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### Notes of the meeting of 20 March 2017

#### Present

Roma Hooper	Chair, Independent
Jessica Southgate	Consortium of Voluntary Adoption Agencies
Grace Stevens	Legal and General, Treasurer
Laura Seebohm	Changing Lives
Ellen Harris	Independent

#### Apologies

Michelle Nicholson	Key Changes
Kirsty Mooney	Consultant, Rockpool
Lisa Dando	Brighton Women's Centre
Lorraine Gelsthorpe	Cambridge University
Lucy Baldwin	De Montfort University

#### In attendance

Jackie Russell	Director of Women's Breakout
Chris Theobald	Bates Wells Braithwaite

#### 1. Welcome and introductions

Roma opened the meeting.

#### 2. Declaration of interest

None

#### 3. Notes of the last meeting

- (i) Roma spoke to Sarah Swindley
- (ii) Jackie and Anne met with Hilary
- (iii) Funding for merger secured from Barrow Cadbury Trust
- (iv) Laura contacted Cullagh to take a view on approach to Lottery and passed on to Jessica
- (v) SIB letters sent and BWB informed about WB separation from SIB
- (vi) Merger is on the agenda

#### 4. Social Impact Bond

Chris gave an update on where we are with the SIB (see also Directors Report). It was confirmed that Women's Breakout are withdrawing from the CBOF award but happy to still give support to the transition process. This includes conversations with CBOF about the possibility of retaining any of the CBOF award for a Gloucester locally funded SIB and supporting initial local meetings as requested.

Current position:

- Gloucester have committed £100,000 to work with 50 women over two years and are currently working on a single rate card for all commissioners and exploring whether there is any way that the CBO funding can be retained and transferred to them as lead applicant. They have a strong case for a SIB and this can bring potential future contracts to Nelson Trust if the initial project is proven to work.
- Newcastle and Gateshead have made a commitment to continuing with the SIB, but they have not yet committed money or referrals and so will not be able to access CBO funding in the time remaining.
- The only way that the SIB can now work is at a local level as a locally funded SIB.
- The role of Women's Breakout as a national 'broker' is coming to an end.

Next steps are:

- (i) Jackie to conclude conversations between Gloucester and CBOF.
- (ii) A meeting between Changing Lives and the Nelson Trust to consider:
  - a. What does a locally funded SIB look like and entail?
  - b. Consideration of whether they want a relationship and how they might structure that relationship.

Jackie and Chris can provide support to the meeting. Jackie will set up the meeting – Grace and Jessica will send some suggestions to Jackie for a presentation for the meeting.

- (iii) Changing Lives and Nelson Trust will need to speak further with their commissioners about whether they are buying the same thing – ie is the rate card the same?
- (iv) Bates Wells Braithwaite will continue to provide support to Nelson Trust and Changing Lives in identifying investors.

**Action: Jackie/Grace/Jessica**

#### 5. Directors Report

- (i) Experts by Experience outcome was disappointing. We will be using this work at our AGM.
- (ii) New website – content has not yet been thoroughly updated. Need to position 'knowledge' on website
- (iii) Congratulations to Rebecca in securing a new post.
- (iv) Women in Prison are still interested in finding funding for the App.
- (v) Key messages – being discussed by a sector working group.

- (vi) There was a discussion about our Quality Standards. Jackie will finalise them and circulate and publish on our website.

**Action: Jackie**

The report was noted.

## **6. Financial Report**

The budget is running to plan and the status quo remains – we have not been successful in recent funding bids. The insurance has been renewed for the next 12 months and will be surrendered if required. We have delayed the final step in pension enrolment (ie payment details) – we have registered with NEST.

A budget of £2,500 was agreed for the AGM. Jackie will draw up a six month budget and send to Grace/Roma

**Action: Jackie**

The report was agreed.

## **7. Policy and Procedure Manual**

The report was agreed.

## **8. Trustee Matters**

Following the last meeting Roma had spoken to some Trustees who had not managed to attend regularly and ascertained their wish to continue. Leila has not attended for over a year. Roma will write to her more formally to remove her from the Board.

**Action: Roma**

## **9. Women's Breakout Future and Merger Update**

In advance of the merger meeting scheduled for 2.00 pm, the Board discussed approach and expectations of the merger. Hilary has been commissioned with the Barrow Cadbury Trust Funding and has made a good start and offered a range of options. Two of these options seem of interest. Roma will be away for most of April.

Following the discussion of options the Board view was

- (i) Women's Breakout merges into Clinks  
Happy with this but concern about being left with a company shell to close down without staff and funding.
- (ii) Women's Breakout becoming a wholly owned subsidiary of Clinks.  
The Board generally favoured this option because of the burden on WB of closedown which was not proportionately as great as the burden on Clinks would be. However, there could potentially be an issue about the challenge of securing funding that might remain with the subsidiary and the legacy might be lost.

There was a discussion about what we might want to get from the merger:

- (i) Brand and principles preserved – with a structure of its own. We would want one or two of our Board Members to sit on the Clinks Board; with an Advisory Group set up with one or two members of our Board, and a member organisation.
- (ii) Need to establish very early on what will happen to our staff.
- (iii) We need to speak to them about our AGM
- (iv) We need to help them to understand the role of our Director and the value of the approach.

We need to think about, as the merger goes through:

- (i) Legal costs – expected to be minimal.
- (ii) Do we have a bottom line?
- (iii) Need to ensure that this is seen as a positive merger – it is about a successful organisation joining with a larger organisation to benefit both organisations.
- (iv) An Advisory Group is being established to take through the merger
- (v) Do we continue to put in applications for funding – either as WB or with Clinks?

Roma will circulate information to the Board following the merger meeting.

**Action: Roma**

#### **10. Any other business**

None

#### **11. Date of next meeting**

22 May 2017, 11.00 – 14.00 pm at Barrow Cadbury Trust (lunch provided from 1.00 – 2.00 pm)