

## MINUTES

### Exeter City Futures Community Interest Company Board Meeting

Thursday 18 August 12pm - 1pm

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LOCATION: **Online (MS Teams)**

PRESENT: **Glenn Woodcock (Acting Chair)** • Director, Global City Futures and Director, ECF CIC  
**Meg Booth** • Director of Climate Change, Environment & Transport, Devon County Council  
**Matt Gingell** • Company Secretary, ECF CIC  
**Karime Hassan** • Chief Executive & Growth Director, Exeter City Council, and CEO, ECF CIC  
**Lisa Roberts** • Vice Chancellor and Chief Executive, The University of Exeter  
**Steve Strang** • Director of Estates and IT, Exeter College  
**Dave Tarbet** • Business Development Director, Royal Devon & Exeter Hospital  
**Jo Yelland** • Director of Transformation, Exeter City Council  
**Ellen Bright (Minutes)** • EA, ECF CIC

APOLOGIES: **Zion Lights** • Councillor, Exeter City Council & Member Champion Net Zero Exeter 2030  
**Amoetsoe Mkwena** • Associate, Hogan Lovells  
**Chris Tidman** • Deputy CEO, Royal Devon & Exeter NHS Foundation Trust

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#### 01 WELCOME AND APOLOGIES

Karime opened the meeting and welcomed Meg Booth to the Board. Meg is joining the Board to represent Devon County Council, in her capacity as the Director of Environment and Transport.

Apologies were noted from Zion Lights, Amoe Mkwena and Chris Tidman. Dave Tarbet was attending as the deputy for Chris Tidman, representing the RD&E.

#### 02 MINUTES OF LAST MEETING AND ACTIONS ARISING

The minutes of the meeting held on 9 June 2022 were agreed as a true representation of the meeting.

#### 03 INTERIM MANAGING DIRECTOR BOARD REPORT

##### 3.1 APPOINT A CURRENT DIRECTOR AS INTERIM CHAIR OF THE ECF BOARD

The Board referred to the ECF Report on Governance, dated July 2022. There were a number of points requiring attention

### **Chair of the Board:**

Karime has resigned as the ECC representative Director on the ECF Board, and will be replaced by Zion Lights. On this basis, a new Chair is required to step in and manage ECF Board meetings. Glenn stepped forward to take on this role on an interim basis until longer term plans for the Board are formed. Lisa seconded this notion and so it was confirmed Glenn will act as Chair on an interim basis.

### **Devon County Council Representation on the Board:**

DCC had not yet confirmed its intention to continue to be an ECF partner. Since the report was prepared, Meg Booth has stepped forward to represent DCC, replacing Phil Norrey. Meg's role within DCC is most aligned to the net zero agenda. The relevant Companies House documentation will need to be completed to appoint Meg as a Director.

### **New Board Members:**

Membership of the Board should be expanded to bring in new skills and influence across the city. Glenn offered to work with Amoe to create a set of principles around capabilities that would be most beneficial to the Board. This will be discussed further in item 5 on the agenda.

## **3.2 ADOPT THE REVISED SCHEME OF DELEGATION**

The only ECF appointed staff are those delivering the National Lottery Change Makers Programme and therefore there is no ECF employee able to take on delegated authority from the Board. Legal advice has been taken and a process agreed that protects everyone from any potential conflicts of interest. The Board agreed to the recommendations in the report, to formally delegate authority to Karime as Interim Managing Director to act on behalf of the Board and to adopt the revised scheme of delegation appended to the report.

The formal working arrangements between ECF and GCF has also been reviewed. GCF employees working on behalf of ECF business will be picked up by secondment, rather than dual contracts, as previously proposed to the Board.

## **04 VERBAL UPDATE ON AUTUMN WORKSHOPS**

Jo gave a verbal update around the paper she had prepared proposing five key workshops for ECF taking place in the autumn, based around the priorities agreed when the Board last met in June. Planning is well underway, various people are working on the content and invites are ready to send. The purpose of the workshops is to bring together key system leaders and decision makers in the city and discuss potential opportunities, to test out what appetite there is for projects and what resource ECF partners have to deliver. These private workshops will be followed by public engagement once there is more clarity on how to move forward.

It is important that the workshops generate clear outputs for the Board, with information around total capital impact for a project and likely capital raise, together with an understanding of timeliness too. Need to crystallise what the likely asks for the Board members are, whether that is financial/engagement/resource etc. A one page summary of outputs and information from each workshop would be useful for the Board.

The first workshop is to consider a proposals around a District Heating Network. The Salix Finance / BEIS £1 billion Public Sector Decarbonisation Scheme was raised as a potential scheme for consideration. There may also be an opportunity to work with Heavitree Hospital around the heating network.

## 05 **DISCUSSION ON OPENING BOARD UP TO PRIVATE SECTOR PARTNERS**

Jo had prepared a brief note to stimulate initial thoughts on who ECF may like to approach to join the Board. Need influential leaders within the city who understand how things should be structured so that commercial investors would want to put their capital at risk to make these projects happen. Need to think carefully about how their responsibilities are structured and the matrix of capabilities required.

Glenn suggested that he would take the work Jo has already started and arrange a meeting with Amoe to take this forward, to draw up a specification considering the characteristics of the individuals and progress from there. Lisa offered to support Glenn with this work.

Potential new Board members will want to know in much clarity what is expected of them, so will need to articulate their responsibilities and what the asks of them and their organisation is likely to be.

Working on the assumption that the city is a living lab on net zero, the goal in appointing new Board members should be to create a governance environment in the city that is conducive to this living lab environment. Need to have the right people round the table that creates the environment so that politicians and key leaders in the city can have the courage to take risks and innovate.

Whether or not the Board members would be appointed as formal Directors or join as a co-opted would be determined in due course.

## 06 **AOB**

There were no items of AOB.

**DATE OF NEXT MEETING: 6 OCTOBER 2022**