

Date	22 nd February 2017
Venue	Top Floor, 5/6 Kings Court, The Shambles
Time	3.00pm - 5.30pm
Board Members	Role
Cllr John Gates	Non-exec Director and Chairperson
Cllr Tina Funnell	Non-exec Director
Phill McTaggart	Non-exec Director
James Grewer	Non-exec Director
Bill Colman	Managing Director
Additional Attendees	Karen Bull WwY Operations Claire Leaver WwY Marketing Tiffany Gast WwY Schools Sarah Kirby CYC Finance

Minutes

Agenda Item	Topic	Lead
1.	Introduction and apologies There were no apologies	JG
2.	Appointment of Directors JG welcomed PM and JG to the board and their appointment as Non Executive Directors was formally confirmed	JG
3.	Declarations of Interest There were no declarations of interest	All
4.	Approval of previous minutes and matters arising The minutes of the meeting on 24 th November were agreed as a true and correct record.	All

5.	<p>Management Performance Report</p> <p>KB & BC gave a presentation which expanded on the written report. January had been a good month with profit and turnover ahead of forecast for the month and for the year to date.</p> <p>CYC was higher than forecast, though social care income was reducing in line with planned home closures. Schools turnover was increasing.</p> <p>JG asked what progress had been made to grow the non-CYC business.</p> <p>BC confirmed that after 8 weeks in post, the structural changes he had been brought in to the business to make were now well underway.</p> <p>A new Business Development Manager was on board and would be starting on 1st March, along with a Digital Marketing Apprentice. Other staffing matters were also discussed.</p> <p>Next year's business plan would concentrate on growing the non-CYC business and the schools and marketing presentations which were to follow would illustrate this.</p> <p>BC told the board about three commercial leads who WwY were currently engaged in discussions with, and were companies with both temporary and permanent staffing requirements. These contacts had come through personal contacts and networking, and initial discussions were very positive.</p>	KB & BC
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6.	<p>Finance Update</p> <p>SK explained that she prepared the accounts independently after discussion with BC and KB.</p> <p>She talked the board through the presentation and her profit forecast for the year, and explained the additional ICT revenue stream, which a small positive variance was likely by year end.</p> <p>SK explained that there was an adjustment to be made in respect of an under reporting of staffing costs, some of which was in January, but the bulk of which would be corrected in February's accounts.</p> <p>SK explained that this had arisen because until recently a theoretical cost of sales formula had been used (reconciled at year end against actual cost), however from February 2017 actual cost of sales figures were being used per sector , with any reconciliation carried out on a monthly basis.</p> <p>PM requested that Gross Profit per sector be shown on future reports</p> <p>SK talked through other overhead variances, including planned increase in marketing spend, increased ICT costs re payroll system, professional fees, variances in WwY team costs and PRP (originally budgeted as nil due to profit forecast set at start of year).</p> <p>SK asked about a dividend to CYC and informed the board of the anticipated budget figure.</p>	<p>Sarah Kirby</p> <p>Action SK</p>

	<p>BC indicated that the Company was likely to be able to meet the expected figure, but asked that the Dividend be listed as an Agenda item next month, once the 2017/18 budget had been finalised.</p>	<p>Action BC</p>
<p>7.</p>	<p>Marketing Update</p> <p>CL recapped on the current marketing objectives:-</p> <ul style="list-style-type: none"> • To grow our business • To increase brand awareness • To strengthen our reputation • To increase profitability <p>She explained what we were doing to obtain market intelligence and how we would approach validation of leads. CL’s presentation set out the various channels to market and the wide range of audiences to be reached. JG commented that this was a good slide and set out how much there was to go at.</p> <p>CL explained that much of the current marketing plan had come out of a team marketing away day, where staff had brainstormed to carry out a SWOT analysis.</p> <p>CL talked particularly through current radio advertising campaigns on both Minster FM and Vale Radio and Sponsorship of Test the Teacher, the first schools broadcast would be recorded on 27th February and WwS staff would attend with new promotional materials. BC had also given an interview for Minster’s In Focus spot which talked about our payroll offer in particular and contrasted this with other agencies use of less ethical umbrella companies.</p> <p>CL confirmed that this interview would be shared on WwY and WwS social media.</p> <p>CL then told the Board about plans to refresh some of</p>	<p>Claire Leaver</p>

	the company “collaterals”.	
8.	<p>Schools Update</p> <p>TG talked through the long term plan for schools, incorporating local and regional targets.</p> <p>She showed statistics re current schools client usage and a competitor analysis (the use of umbrella companies by other agencies meant that staff paid fees to have payroll processed and employers NI and also often lost out on holiday pay).</p> <p>TG confirmed she would be working with the other members of the WwS team to qualify and then contact prospective new clients and gave an example of a large local school brought on board last year who now came to WwS first for their cover (and had employed some WwS staff permanently after longer term bookings).</p>	Tiffany Gast
9.	<p>KPI’s</p> <p>Owing to the previous presentation and other items on the Agenda the KPI’s were not considered in detail.</p>	BC
10.	<p>Staffing Update</p> <p>BC gave a detailed account of current staffing matters</p> <p>CF had to leave the meeting at this stage owing to another meeting.</p>	BC
11.	<p>Risk Register</p>	BC

	BC is preparing a Risk Register for the Company and asked that this be listed for discussion at the next full Board meeting	Action BC
12.	<p>MD working arrangements</p> <p>BC talked through his paper to the Board with a proposal to increase his working days from 2 to 3 per week.</p> <p>JG talked about the additional costs incurred by the change and how that would impact the business. It was agreed that they would not have a material effect.</p> <p>After general discussion, PM said there was recognition that the role had perhaps been under-resourced in the first place. He said that an increase in working hours could potentially give a much bigger return and that the Company should not penny pinch. If it decided to increase hours, the benefit might be ten fold the cost of any expenditure.</p> <p>JG said that dealing with the current staffing matters was just the beginning of the journey, and that BC would need to lead change in the Company. There was also a lot of work involved in pushing for new business, all of which went well with working an additional day, and was supportive of the change.</p> <p>It was therefore agreed by the Board that BC would work 3 days per week from 1st March 2017.</p>	BC
13.	<p>Budget setting meeting</p> <p>BC requested an additional Board Meeting to set the 2017/18 budget, to take place in advance of the</p>	BC

	<p>Shareholder Scrutiny Steering Committee Meeting on 20th March. It was agreed this additional meeting would be at 4pm on Tuesday 14th March at Kings Court</p>	
14.	<p>AOB</p> <p>1. Living Wage This should have been listed as an agenda item following the last board meeting and was omitted in error.</p> <p>After discussions around the need to compete for non CYC commercial business and the relationship between the National Living Wage (was minimum wage) , and the Living Wage Foundation Living Wage it was agreed by the Board that :-</p> <ul style="list-style-type: none"> • The Company would continue to pay the LWF Living Wage for assignments within CYC • The Company would encourage and promote payment of the LWF Living Wage to clients where appropriate • The Company would not be bound to dictate the pay rate for non CYC assignments or to pay the LWF Living Wage for these. <p>2. PM and JG asked for copies of presentations to be sent to them following the meeting.</p>	<p>All</p> <p>Action KB</p>
15.	<p>Date of Next Meeting</p> <p>29th March 2017 3pm Kings Court – with 6pm finish</p>	