



Minutes of the VIVID Board held at 5.00pm on Thursday 17 September 2020 held by Microsoft Teams.

**Present:** Duncan Brown (DB)  
Jane Earl (JE)  
Mike Kirk (MK) Chair  
David Mairs (DM)  
Mark Perry (MP)  
Philip Raw (PR)  
Lynda Shillaw (LS) (items: VB 088/20 - VB 101/20)  
Michael Stancombe (MS)  
Jean-Marc Vandevivere (J-MV)  
Shena Winning (SW)

**Apologies:** None.

**In attendance:** Jonathan Cowie (JC), Chief Operating Officer  
Julian Chun (JDC), Director of Strategic Services  
Mike Shepherd (MJS), Director of New Business and Development  
Duncan Short (DS), Director of Resources  
Paula Taylor (PT), Assistant Company Secretary (Minutes)

#### **DECISIONS TAKEN BY VIVID BOARD**

**VB 094/20**

##### **Chief Executive's report**

- **The Board approved the list attached at appendix 1 of the report of Authorised Bank Signatories for all VIVID Operational Bank accounts and Treasury Deposit Accounts, SUBJECT TO Abigail Eales only becoming an authorised signatory when she takes up her post as Head of Governance.**
- **The Board approved the list of Authorised Signatories for all VIVID Loan Facilities at appendix 2 of the report.**
- **The Board resolved that the Association grant a power of attorney in favour of:**
  - **Ashfords LLP (company number OC334359) whose registered office is at Ashford House, Grenadier Road, Exeter, Devon, EX1 3LH;**
  - **Winckworth Sherwood LLP (company number OC334359) whose registered office is at Minerva House, 5 Montague Close, London, SE1 9BB****to execute any deed or documents on behalf of the Association in the forms annexed to the report; and that the seal be affixed to the powers of attorney on behalf of the Association to give effect to this resolution.**
- **The Board delegated to the Chair of the Customer Service Committee the appointment of the customer representatives to serve on the Customer Service Committee.**

**VB 098/20**

##### **Pensions transfer update**

**The Board agreed to the investment approach identified as "strategy 3" in the report.**

**VB 099/20**

##### **Business plan**

**The Board approved the 2020 business plans for:**

- **VIVID (Association)**
- **Bargate**
- **Vestal**
- **Group**

VB 100/20

**Chair recruitment**

The Board agreed to:

- start the process with soft formal advertising to begin during September;
- create a selection panel consisting of Jane Earl, Lynda Shillaw, Shena Winning and Mark Perry; and
- delegate authority to the panel to shortlist applicants, conduct interviews and bring an update (possibly a recommendation for appointment) to the board in December.

VB 101/20

**Board remuneration**

The Board agreed to implement the following pay structure to take effect after the 2021 AGM:

Role	Current pay	New pay
Group chair	£20,000	£29,000
Senior Independent Director	£10,000	£16,000
Committee Chair	£10,000	£16,000
Non-executive Director	£8,000	£13,000

VB 102/20

**Anti-Slavery & human trafficking statement**

The Board approved the 2020-21 anti-slavery and human trafficking statement for publication on our intranet and website.