

**Tregovenek Ltd Board Meeting Minutes**  
**Friday 20th May 2022 5:30 - 6:30pm**

Present: Matthew Axford (MA), Anthony Waters (AW), Jemma Knowles (JK)  
 Next meeting TBC

Item		Actions
1	<p>ADMIN (Attendance, Duration, Minutes, Information, Next meeting)            All in attendance, duration agreed 1 hour, JK to take minutes, next meeting TBC</p> <p>The Children's Fire was lit, agreeing that all decisions and considerations would be made with the best interests of the children for generations to come, human and more than human, at the heart,</p> <p>Each Director checked in with a gratitude and how they were.</p>	
2	There were no apologies and quorate was confirmed.	
3	<p><b>Election of Chair</b></p> <p>Round of attributes of Chair:</p> <ul style="list-style-type: none"> <li>- Capable of holding an overview of what's going on &amp; has good facilitation skills.</li> <li>- Be prepared to represent the CBS with other parties should the need arise, be the face of the CBS.</li> <li>- Honours all voices.</li> <li>- Someone who has got the time to commit to having that role.</li> </ul> <p>Chair confirmed as MA - nominated by AW, seconded by JK.</p>	
4	Board passed a resolution to approve the attached conflict of interest policy.	
5	<p><b>Conflict of resolution policy</b></p> <p>The board considered whether directors who propose to buy loan stock on the terms to be considered in the next motion have a conflict of interest, using the checklist in Appendix 2 of the Conflict of interest policy. They concluded they did not because:</p> <p>i. The loan stock will not bear interest, and is not reasonably likely to lead to any other financial benefit to the directors, and so they will not receive a financial benefit.</p>	

	<p>ii. No director is reasonably likely to receive a personal, material or non-financial benefit as a result of the decision to issue the loan stock.</p> <p>iii. No financial, personal, material or non-financial benefit is reasonably likely to accrue as a result of that decision to a director's family member, friend or an organisation the director works for.</p> <p>iv. No director has a duty to another organisation or person which could compete with a duty or loyalty to the society in respect of the decision on whether to issue loan stock.</p> <p>v. Reasonable steps will be taken to minimise the possibility that people will perceive that there is a conflict of interest for any of the reasons addressed above, because the conflict of interest policy and these the minutes will be made available on the society's website and to enquirers."</p> <p>The Board noted and authorised the Tregovenek Register of Directors Interests.</p>	
6	<p><b>Loan stock</b></p> <p>The Board passed a resolution authorising the issue of loan stock on the terms shown in the loan stock application form and supporting paper before the Board.</p> <p>Directors agreed confidence that they can finance starting and running the farm until the share proceeds are available.</p>	
7	<p><b>Any other business</b></p> <p>MA proposed to expand Directors in due course, given the amount of money that will soon be coming into the CBS.</p> <p>JK &amp; AW agreed.</p> <p>Consideration needed for relationship between Heartholders and Board.</p> <p>Consideration needed for relationship between CBS and potential CIC.</p> <p>AP: Think about above considerations and share ideas via email in advance of next meeting.</p> <p>AP: Put together rough timeline for next meeting/heartholders.</p> <p>AP: Follow up with Coop Bank RE bank account application.</p> <p>AP: Contact Organic Lea to discuss how they integrate sociocracy</p>	<p>ALL</p> <p>JK AW AW</p>

Next meeting TBC