

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 9th October 2010 at Rowington Village Hall, Rowington, Warwickshire.

Present:

Doug Beard	Alasdair Lawrance	Peter Scott
Ivor Caplan	Alan Platt (until item 9392)	Jim Shead
Alastair Chambers	John Pomfret	Vaughan Welch
Les Etheridge	Paul Roper	Ian West
Clive Henderson (chairman)	Jerry Sanders	

In Attendance: David Carrington [Finance Committee] – until item 9393, Neil Edwards [Chief Executive], Helen Elliott-Adams [Finance Manager] and Paul Strudwick [former trustee] – until item 9393.

The chairman welcomed Ivor Caplan, Alasdair Lawrance, Jerry Sanders and Jim Shead to their first meeting as trustees, and commiserated with Paul Strudwick who was unsuccessful in the ballot, and thanked him for past service as a trustee.

Apologies for absence were received from Chris Birks, Ray Carter and James Kennerley.

Clive Henderson reminded members of his observer position on the British Waterways Board and asked other trustees present for any declarations of interest. There were none.

9384

MINUTES

Trustees approved the minutes of the Board's meeting held on 12th June, including the edited version for publication. Trustees noted that the meeting due to be held on 31st July had been cancelled.

9385

ANNUAL GENERAL MEETING

Trustees noted that the Annual General Meeting, held at Market Drayton on 25th September, had gone well and asked Alan Platt to pass on trustees' thanks to Shrewsbury District and North Wales Branch for hosting the meeting.

Trustees felt that better notice was needed for arrangements, especially of the morning meeting, which was arranged by Promotions & Communications Committee. There had been no offers to host the meeting in 2011 so far. There was a suggestion of hosting the AGM at the National Festival, but this would require major retiming of notices and publishing of accounts, etc. The subject of AGM arrangements would be brought back to trustees to consider further at a future meeting.

9386

ELECTION OF OFFICERS

Trustees noted that cancellation of the 31st July meeting and the retiming of meetings had led to it not being possible to follow the laid-down procedures for election of national officers. The currently-serving officers had all offered themselves for re-election. Clive Henderson invited any further nominations; there were none. The following were therefore appointed to serve a further term of one year:

National Chairman:	Clive Henderson
Deputy National Chairmen:	Les Etheridge, John Pomfret and Vaughan Welch
National Treasurer:	Les Etheridge

Trustees asked that the procedures, including holding a secret ballot even where there was only one candidate, be reviewed and brought back to the next meeting for consideration.

9387

MANAGEMENT OF THE WATERWAYS

Clive Henderson briefed trustees on recent indications from politicians, civil servants and managers from the major navigation authorities on prospective changes to management arrangements for British Waterways and the Environment Agency's waterways, and also on lobbying from other organisations. Possible governance arrangements for a potential new navigation authority, which would take on at least British Waterways' current duties, were being looked at by senior British Waterways management on behalf of the Department for Environment, Food and Rural Affairs, to which Clive had gained an insight, and a brief PowerPoint presentation was given. An announcement concerning British Waterways was expected shortly, and a draft IWA press release had been prepared in expectation of the likely content of the announcement. Trustees noted that IWA support for the likely changes needed to be conditional upon adequate assured funding arrangements.

9388

NATIONAL FESTIVAL

Ian West reported on a successful national festival at Beale Park, notwithstanding disappointing visitor numbers, and thanked trustees and staff at Head Office for their high level of attendance. The event was forecast to produce a surplus just over £15,000 including IWA contributions and staff costs, but before depreciation. It was becoming increasingly difficult to attract visitors who were not existing waterway supporters to the event, especially in the current economic climate. The attendance was the lowest for very many years, but there were a great many positive factors about the festival, including the excellent ground conditions despite difficult weather in days preceding the event. Trustees asked that their thanks be conveyed to all the volunteers who had worked so hard to produce the festival.

9389

MOORINGS AT THE 2012 OLYMPICS

Ian West reported that British Waterways was seeking tenders to run the moorings on its waterways in the vicinity of the 2012 Olympics, and suggested that a bid for the contract should be placed by Inland Waterways Enterprises Ltd on the basis of IWA Festivals' experience and likely volunteer capacity from past national festivals. Trustees agreed.

9390

ARCHIVES

Neil Edwards had circulated a paper with the agenda setting out the Association's current arrangements for the storage of archives. In answer to a question, Neil Edwards explained further that the slides stored at Ellesmere Port were in a dry temperature-controlled environment, but did not enjoy specialist care that would be ideal for slides, which were prone to disintegration over time. This was something that the Museum at Ellesmere Port was conscious of, and working towards. After a short discussion, trustees:

- (a) Endorsed the underlying principles of storage of old records being [1] that it is the Association's policy to store records of its activities where there is a (a) legal requirement, and / or (b) the reasonable potential that they may be of interest to future generations, and / or (c) benefit of good management of the Association, and [2] unless there is good reason for it to be otherwise, the Association's records should be readily accessible to those who are interested to see them, so far as is reasonably practicable.
- (b) Noted Finance Committee's decision to add 'irreplaceable records' to the Association's assets register, so as to compile a complete record of what archives are stored where.
- (c) Approved that, other than personal information, as a general principle, records should be publicly accessible after ten years.

- (d) Requested that a guidance note be drawn up for branch, region and national committee officers to reflect the above points and to encourage good practice in retention of records.

9391

BUDGET FOR 2011

Les Etheridge briefed trustees on the discussion about the 2011 budget held at the morning's meeting of Finance Committee. Allowing for a recently notified legacy of about £40,000 going to General Funds, and a projected surplus by Inland Waterways Enterprises Ltd of about £30,000 in 2010, the minimum reserves position of £450,000 at the end of 2011 was likely to be met. Finance Committee had also discussed, outside of the current budget considerations, that a further sum of up to [an amount] could be made available towards membership recruitment work provided an appropriate business case was made for expenditure. Trustees emphasised the need to increase revenue streams, otherwise there would need to be considerable cuts to expenditure from 2012 onwards. Finance Committee had agreed to retain Per Capita rates at the present levels for 2011.

9392

KEY PERFORMANCE INDICATORS

David Carrington introduced a paper proposing revisions to the Association's current Key performance Indicators, which had been discussed in some detail by Finance Committee at its recent meetings. Some trustees expressed their distrust of, and queried the need for, such indicators, and whether this information was really of assistance in managing the Association. Other trustees suggested it was important that the calculations were consistent and transparent as to how they are arrived at. After some discussion, trustees:

- (a) Deferred setting a KPI for membership recruitment until responsibilities for this work, and a firm plan for recruitment work over the coming year, were to hand.
- (b) Agreed that the existing KPI1 for Head Office costs should be revised to exclude donations and legacy income. Subscriptions alone should exceed Head Office costs.
- (c) Agreed that the current KPI2 for membership recruitment costs (an amount per member) be left unchanged.
- (d) Agreed that a new KPI should be set for WRG to recruit a minimum of 350 new volunteers to attend its Canal Camps each year, and asked that a further KPI should be considered to measure the total volunteer days worked on Canal Camps, and possibly other WRG activity.
- (e) Agreed that the current KPI3 for Festivals (£20,000 profit for the national festival and £2,500 for Canalway Cavalcade, after all costs and transfers) should remain unchanged.
- (f) Agreed that the existing KPI4 for mail order sales should be revised to [a] gross margin and [a] net margin.
- (g) Agreed that the existing KPI5 for show sales should remain at [a] gross margin and [a] net margin.
- (h) Agreed that a new KPI should be set to require that unique visitors to the Association's web site should increase by a minimum of 10% each year, on a month to month comparison.
- (i) Deferred setting a new KPI for uncommitted branch funds pending further information, and asked for a schedule showing the funds held by each branch, the level of any committee funds and total uncommitted income for each branch for the last available period.
- (j) Asked that all the KPIs be reviewed annually, each June.

9393

MEMBERSHIP RECRUITMENT

Papers had been prepared and circulated with the agenda, from Jo Gilbertson covering a proposed strategy for future recruitment and marketing, and from Paul Strudwick suggesting the formation of a new membership committee. The importance of improving membership recruitment was emphasised and the success of groups such as the Campaign for Real Ale and the Women's Institute were noted. After a short discussion, trustees:

- (a) noted and endorsed the general strategy set out in Jo Gilbertson's paper, but asked for further detail including timescales and exact costs (prior to any additional budget being released);
- (b) noted that Jo Gilbertson would spend [a proportion] of his time on membership recruitment work in the future, and asked that he proceed with this work as soon as possible, notwithstanding the request for more information on detailed plans,
- (c) Noted that support at all levels for membership recruitment was needed if the initiatives were to succeed, whilst being aware that many active volunteers, especially region chairman, were already undertaking the maximum amount of workload that could reasonably be expected; and
- (d) Suggested that Paul Strudwick should attend the next meeting of Promotions & Communications Committee with a view to harnessing support for the recruitment initiatives from willing members amongst that committee, to help support the strategy in Jo Gilbertson's paper.

9394

COMMITTEE APPOINTMENTS

A paper had been circulated by Neil Edwards in advance of the meeting, and appointments recommended from meetings in the morning were read out. Trustees:

- (a) Reappointed Les Etheridge, Gillian Smith and Kerry White to serve on Finance Committee, each for a further term of three years;
- (b) Reappointed Les Etheridge to serve on the Investment Working Group for a further term of three years;
- (c) Approved the appointment of Gerallt Hughes as General Secretary for the Committee for Wales for a further term of three years, and asked that recommendations for other members of that committee be put forward for consideration;
- (d) Approved the reappointment of Neil Edwards and Ian West to the board of Inland Waterways Enterprises Ltd, each for a further term of three years;
- (e) Noted the retirements of Gillian Bolt and Dave Jones from IWA Festivals committee, and of Dave Hearnden and Maria Alderman from the Canalway Cavalcade Committee. Trustees thanks would be added to those expressed from the board of Inland Waterways Enterprises Ltd;
- (f) Noted the appointment of Dave Hearnden and the reappointments of Dave Chapman, Jude Palmer, David Pullen and Ian West, to IWA Festivals committee, each for a term of three years;
- (g) Noted the reappointment of Mike Harlock, Jerry Sanders and Allan Scott, to Canalway Cavalcade Committee, each for a term of three years.

9395

MEETING DATES FOR 2011

Neil Edwards had circulated a paper with the agenda recommending meeting dates for 2011. Clive Henderson also suggested that there should be an additional strategy-setting meeting over the winter, to which senior staff would also be invited to attend. After a short discussion, trustees:

- (a) Approved that meetings would be held on Saturdays 12th February, 9th April, 11th June, 13th August, 8th October and 3rd December 2011;
- (b) Approved that an additional strategy-setting meeting would be held on Sunday 5th December 2010, with overnight accommodation being made available where more cost-effective than two sets of travel costs;
- (c) Asked that meetings take place at Rowington village hall (1st choice) or Lapworth village hall (2nd choice) subject to bookings availability.
- (d) Suggested that consideration might be given to holding meetings on Sundays in the future.

9396

COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	12 th June (including edited minutes, for publication)
	31 st July (including edited minutes, for publication)
Navigation Committee	12 th June (including edited minutes, for publication)
Restoration Committee	24 th April (including edited minutes, for publication)
	26 th June (including edited minutes, for publication)
Promotions and Communications	24 th April (including edited minutes, for publication)
	26 th June (including edited minutes, for publication)
Waterway Recovery Group	16 th May (including edited minutes, for publication)
Inland Waterways Enterprises Ltd	12 th June (including edited minutes, for publication)
IWA Festivals	29 th June
Essex Waterways Ltd	8 th June (including edited minutes, for publication)

9397

MATTERS ARISING FROM PREVIOUS MEETINGS

Neil Edwards had prepared, and circulated with the agenda, a paper covering matters arising from previous meetings. This was noted, and Clive Henderson gave updates on the following minutes:

Minute 9218(c) – Mention of the branch and region role paper at the AGM had prompted some further comments from branches. Clive Henderson would circulate an update.

Minute 9273 – The auditors would be asked if they would attend the February meeting of trustees for an update on corporate governance.

Minute 9379 – Trustees noted that some branches were rather slow in coming forward with donations for the Inglesham appeal, and that some of the donations that had been received from branches were disappointingly small. Region chairmen were asked to raise this in a tactful manner.

9398

WELCHES DAM LOCK

Paul Roper reported on a discussion at Navigation Committee, which had taken place in the morning. It was reported that the Environment Agency had made clear that it had no intention of reopening Welches Dam Lock to navigation in the near future, pleading insufficient funds. There were strongly-held views, both ways, within and without IWA, as to importance of campaigning for re-opening and the merits of substantial expenditure on the recently little-used route. Trustees endorsed Navigation Committee's conclusions that:

- (a) A paid-for legal opinion should be sought from leading waterways counsel. An approach to [a firm of solicitors] should be made for a quote, and
- (b) The ability and availability of WRG-led volunteer restoration scheme should be reviewed, and if found practicable, should be re-presented to the Environment Agency, with any refusal being given maximum publicity to try to embarrass the Agency into action.

9399

BARCLAYS BANK PLC

Trustees resolved that an application be made to Barclays Bank PLC to obtain a debit card for use at Head Office under the terms and conditions of the application form tabled at the meeting by Helen Elliott-Adams.

9400

NEXT MEETING

Trustees noted that the next meeting of the board of trustees would take place on Saturday 4th December at Lapworth Village Hall.

There being no further business, the meeting concluded at 5.35 p.m.