

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 4<sup>th</sup> February 2012 at Rowington Village Hall, Rowington, Warwickshire.

Present:

Ivor Caplan	Alan Platt	Jim Shead
Ray Carter	John Pomfret	Paul Strudwick
Les Etheridge	Paul Roper	Vaughan Welch
Clive Henderson (chairman)	Jerry Sanders	Ian West
Alasdair Lawrance	Peter Scott	

In Attendance: Mike Palmer [WRG Chairman], Jerry Sanders [Chairman, Promotions & Communications Committee] and Jo Gilbertson [Campaign and Communications Manager].

Apologies for absence were received from Chris Birks, Alastair Chambers, Gordon Harrower, Neil Edwards [Chief Executive] and Helen Elliott-Adams [Finance Manager]

9510

DECLARATIONS OF INTEREST AND ANNOUNCEMENTS

(a) Clive Henderson explained that this would be a shorter than planned meeting owing to expected adverse weather conditions, which was also the reason for a number of apologies for absence.

(b) Clive Henderson reminded members of his observer position on the British Waterways Board and his chairmanship of British Waterways Advisory Forum, and asked other trustees present for any declarations of interest. There were none.

(c) Clive Henderson reported the resignation of Jerry Sanders as a trustee, but that he would still continue to attend trustees meetings from time to time as chairman of Promotions and Communications Committee.

(d) Clive Henderson reported the recent death of Doug Beard, who had only retired as a trustee at the 2011 Annual General Meeting. Trustees paid tribute to Doug's work for the Association over the past twenty years and in particular his involvement in the Chelmer and Blackwater Navigation and the formation of Essex Waterways Limited, and agreed that a nomination for [an award] made before his death could go forward. Doug Beard's funeral was due to take place on 10<sup>th</sup> February. The meeting asked Clive Henderson to write to Molly Beard to express sympathies on behalf of the Association.

(e) Clive Henderson reported that agenda item 12, which had been deferred from the previous meeting, had not resulted in any further forms being submitted to him in addition to the six previously received. Since it appeared that the majority of trustees had not contributed or commented to the review of the effectiveness of the Board in defining and delivering the Association's strategies, Clive Henderson suggested that it might be preferable to dedicate a meeting to solely addressing strategy issues, and it was agreed to consider this further.

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MINUTES

Trustees approved the minutes of the Board's meeting held on 3<sup>rd</sup> December 2011, including the edited version for publication.

9512

#### 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. The following matters arising were discussed:

- (a) Vaughan Welch had circulated a late paper by e-mail (which had not been circulated with the agenda, but printed copies were available at the meeting) explaining that some branch committee members in West Midlands Region had been unhappy with the decision taken in Minute 9499 concerning the publication of edited minutes of national committees, and asked trustees to reconsider this decision. Trustees considered that no new factors had been brought to light to make them come to a different conclusion now, and that the way forward was to brief all national and local committee members as rapidly and consistently as possible using the new Internal Bulletin, which had commenced and been well received in January. Vaughan Welch would convey this back to members of his region committee.
- (b) Les Etheridge reported that Finance Committee had reviewed interim figures for the financial outturn of 2012 and final budget revisions following the decisions made at the December meetings, and in the light of this recommended that the appointment for the proposed Branch Support Officer could proceed with effect from 1<sup>st</sup> April 2012. Trustees endorsed this decision.
- (c) Les Etheridge gave a brief report on progress made with the Inglesham Appeal since the December meeting. A last push on publicity was underway and further discussions were in hand with Cotswold Canals Trust.
- (d) Les Etheridge reported that Finance Committee had accepted a recommendation from the Investment Working Group to carry out a review of IWA's investment management arrangements. Trustees endorsed this decision.

9513

#### STANDARDS FOR TRUSTEE BOARD PAPERS

Jim Shead had prepared a paper proposing certain documented standards for any future papers brought before trustees, so as to try to ensure that all implications and financial consequences of papers brought before trustee meetings were properly considered in advance. Peter Scott had set out some counter arguments that such a document was not necessary, and both Jim Shead's paper and Peter Scott's response, along with further notes from Jim Shead had been circulated with the agenda. Paul Roper suggested that papers to trustees would benefit from brevity and conciseness, and related his experience of the requirements for civil servants. Trustees felt that Jim Shead's paper provided some useful guidance points, but that they did not wish to discourage papers being prepared, which a rigid set of standards or rules might do. In conclusion, trustees noted the useful guidance points, and Clive Henderson would ask the chief executive to review and update current guidance for general points of best practice.

9514

#### NORTHAMPTON BRANCH

Neil Edwards had circulated a paper with the agenda setting out a request from Northampton Branch to move from its present East Midlands Region to Eastern Region. The proposed move had the support of Eastern Region and there had been no objections from elsewhere. The proposed move would bring responsibilities for the river Nene within one region, and would also place Northampton and Milton Keynes branches in the same region again. [A trustee] noted, however, that the proposed move would place another large section of the Grand Union Canal and the waterways centres of Braunston and Stoke Bruerne in Eastern Region, which seemed to be geographically wrong. Trustees were also concerned that the proposal had not been fully thought through from an East Midlands Region perspective, and decided against the proposal with 6 votes against, 8 abstentions and no votes in favour. John Pomfret would discuss the situation with the Northampton Branch committee and the two Regions.

9515

#### APPOINTMENTS TO COMMITTEES

Neil Edwards had circulated a paper with the agenda, which outlined appointments proposed by committees. Trustees:

- (a) Noted the resignation of Ian West as a member of Finance Committee and as a director of Inland Waterways Enterprises Ltd. As Ian West's appointment to the board of Enterprises was as nominee of IWA Festivals committee, the committee would need to make a recommendation to the board of Enterprises Ltd, to be brought to trustees, for a replacement nominee.
- (b) Approved the appointment of Gareth Jones to Finance Committee, initially to November 2012 to fill the remainder of the term vacated by Ian West;
- (c) Approved that Audrey Smith, Harry Arnold and Tony Hirst be invited to serve on the 2012 Awards Panel, to bring forward recommendations to trustees' June meeting. Clive Henderson would write to the three vice presidents.

9516

#### COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	3 <sup>rd</sup> December
Navigation Committee	3 <sup>rd</sup> December
Restoration Committee	22 <sup>nd</sup> October
Promotions and Communications	15 <sup>th</sup> October
Waterway Recovery Group	8 <sup>th</sup> October and 15 <sup>th</sup> December
Inland Waterways Enterprises Ltd	3 <sup>rd</sup> December (including edited minutes for publication)
IWA Festivals	26 <sup>th</sup> November
Essex Waterways Ltd	12 <sup>th</sup> September (including edited minutes for publication)

9517

#### MEMORANDUM OF UNDERSTANDING WITH CANAL & RIVER TRUST

Clive Henderson had circulated a note by e-mail to trustees outlining proposals for put forward a Memorandum of Understanding with the new Canal & River Trust once it had come into operation. It was explained that the purpose of the Memorandum would be to promote constructive co-operation between the two charities, and that the Association had benefited from a good working relationship with The Waterways Trust, with whom a similar agreement had been in place. Trustees asked that arrangements for the proposed Memorandum be progressed, and that they be kept informed.

9518

#### FUNDING FOR CANAL & RIVER TRUST

Paul Roper reported on the recent announcement by the Waterways Minister, Richard Benyon MP, of the funding settlement for the Canal & River Trust, which had been announced a few days previously and reported in the February Bulletin. Whilst not as good as the Association might have wished for, trustees nevertheless agreed that the outcome had been better than was feared, and seemed to be at an acceptable level for the launch of the new Trust to proceed. The transfer of operations from British Waterways was now expected to take place in June, rather than at the beginning of April.

9519

#### THE FUTURE OF THE NATIONAL FESTIVAL

Ian West had circulated a paper by e-mail after the meeting agenda papers had been sent out, setting out proposals from the meeting of IWA Festivals Committee that had taken place the preceding Saturday. Les Etheridge and Clive Henderson explained that the paper had been considered briefly at a meeting of the

board of Inland Waterways Enterprises Ltd earlier this day (4<sup>th</sup> February), but had largely been deferred to trustees to consider, as the paper had not answered questions that the board had put to IWA Festivals committee following its December meeting. [Confidential discussion omitted]

Trustees:

- (a) Agreed that they wished a National Festival to be held in 2013 provided that IWA Festivals committee produced a budget that everyone was confident could be achieved and which would meet the KPI previously set;
- (b) Authorised IWA Festivals Committee to commence negotiations with interested venue hosts, local authorities and potential sponsors for a 2013 event;
- (c) Agreed that expenditure on the event must be controlled such that it could be reduced so as not to exceed income received if income fell short of budget, and that risk must be properly controlled.
- (d) Asked to be kept informed of progress on the 2013 national festival, and potential plans for 2014 onwards.

9520

NEXT MEETING

Trustees noted that the next planned meeting of the board of trustees would take place on Saturday 14<sup>th</sup> April 2012 at Rowington Village Hall.

Other 2012 Meeting Dates were 16<sup>th</sup> June, 18<sup>th</sup> August, 13<sup>th</sup> October, 8<sup>th</sup> December 2012 (all at Rowington).

A number of trustees had departed during the discussion on item 9518 owing to adverse weather setting in and the meeting concluded at 3.00 p.m.