

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 8th December 2012 at Rowington Village Hall, Rowington, Warwickshire.

Present:

Ivor Caplan	Clive Henderson	Peter Scott
Ray Carter	Alasdair Lawrance	Jim Shead
Alastair Chambers	Alan Platt	Gillian Smith
Les Etheridge (chairman)	John Pomfret	Vaughan Welch
Gordon Harrower	Paul Roper	Ian West

In Attendance: Neil Edwards [Chief Executive], Helen Elliott-Adams [Company Secretary], Gren Messham [member of Finance Committee to item 9615] and Jerry Sanders [Chairman of Promotions & Communications Committee].

Apologies for absence were received from Paul Strudwick

9612

DECLARATIONS OF INTEREST

Ivor Caplan, Clive Henderson and Vaughan Welch recorded their membership of the Canal & River Trust Council. Ivor Caplan, Alan Platt, Peter Scott and Vaughan Welch recorded their positions as members of Canal & River Trust partnerships and other advisory committees. Clive Henderson is a member of Canal & River Trust's appointments panel.

Les Etheridge asked trustees present for any other declarations of interest. There were none.

9613

MINUTES

Trustees approved the minutes of the Board's meeting held on 13th October 2012, including the edited version for publication, as a correct record of the meeting. [Correction amended in published version]

9614

BUDGET 2013

Gordon Harrower introduced the Budget 2013 paper, which had been circulated with the agenda. He explained that the projected outcome for 2012 was significantly better than budget, and this had allowed for a slightly greater expenditure in 2013 than would otherwise have been the case. He reported that the board meeting of Inland Waterways Enterprises Ltd had approved a budget showing a surplus of [an amount] but cautioned that the budget for the National Festival was understood to be very much a work in progress. He also warned of the volatility of the stock exchange and potential for this to impact on reserves.

Gordon Harrower reported that Finance Committee had recommended the formation of a working group to look into finding ways of improving the Association's income generation across the board, not just membership income. In particular, advice and support would be needed from people not currently involved in the management of the Association so that there was an outside perspective and examination of what other organisations were doing to raise income. Ian West supported this idea and was particularly keen for there to be a strong involvement from branches, not least to obtain buy-in. Gillian Smith and Ian West volunteered to be involved. Vaughan Welch reported that he had invited Gareth Jones to attend a meeting of Restoration Committee to discuss funding for waterway restoration projects. Clive Henderson reported that there were a variety of funding pots available, but it would take dedicated time to identify and bid for them.

Trustees:

- (a) Approved the proposed IWA budget and noted that it was intended to bring income and expenditure into line over a three year period.
- (b) Noted the outcome of the IWE board meeting earlier in the day, and that the board had approved budget showing a surplus of [an amount].
- (c) Noted that Essex Waterways intended to continue its break-even budget policy.
- (d) Noted the stock market volatility could adversely impact IWA's free reserves and recognised the significance that this could have on future budget planning if capital values did not subsequently recover.
- (e) Recognised that IWA needed to find ways to significantly increase IWA's income in the medium to longer term to be able to meet the Association's expenditure requirements going forward.
- (f) Approved the setting up of a working group to review opportunities for improving the Association's income. Participants would be sought from national committees and branches via region chairmen. Gordon Harrower would co-ordinate the appointment of the working group, and region and committee chairmen would make recommendations to him, to serve alongside Gillian Smith and Ian West, for final approval at the February trustees meeting

9615

NATIONAL FESTIVAL REVIEW

Les Etheridge introduced the paper produced by the working group co-ordinated by Alan Platt, and asked that careful consideration be given to the recommendations. Whilst he hoped that initial conclusions would be reached at this meeting, Les suggested that there should be a period of reflection so that firm proposals could be put for consideration at the February 2013 meeting.

Alan Platt further introduced the paper, circulated with the agenda, and thanked the members of the working group who had been working on the paper over a number of months. As well as the paper circulated, there were a number of working papers, which could be made available on the trustees' area of the web site if there was demand.

[Confidential discussion]. Les Etheridge asked trustees to make comments by 31st December so there was an opportunity for the working group to respond to them. A further paper could then be prepared with more detailed recommendations to be approved at the February meeting. Alan Platt would send an e-mail to advise the festival review group mailing list address to which all comments should be copied.

Ian West sought confirmation of the key elements of a national festival on page 2 of the report:

- Campaigning event
- Boat rally
- Public event
- Trade show

This met general approval. Clive Henderson asked for clarification on the suggestions of moving the event round to all parts of the country; it was agreed there were no firm geographical boundaries.

Trustees agreed the general gist of the Group's recommendations as initial conclusions:

- (a) That, ideally, a rolling forward programme of Festivals should be developed based on a presence in each of the four quarters of the UK in annual rotation, with the specific site being known around two years in advance, and the 'quarter' decided three years in advance.

- (b) That annually, trustees should determine (i) the aims and a national campaigning issue to be focussed on, (ii) strategy and (iii) general format of each future festival - as these are developed, without becoming involved in the management of the event. This might require an on-going sub-group, as the review process would need to be on-going rather than a one-off change. This function could be carried out by the board of Inland Waterways Enterprises Ltd.
- (c) The format of future events should be based on working with one or more partner organisations to share risk and increase profile of a large event, but where this was not possible then the size of the event should be reduced.

9616

PROCEDURES AT TRUSTEE MEETINGS – ELECTION OF OFFICERS

Neil Edwards had circulated a paper proposing a revised procedure for the election of national officers following comments made at the August meeting. Whilst there was general agreement on the changes proposed, there were also comments that further changes were desirable. [Confidential discussion]. Neil Edwards was asked to prepare a further updated paper for consideration at February meeting.

9617

STRATEGY UPDATE

Les Etheridge introduced a paper prepared by himself along with Paul Roper. Les Etheridge reported that since the paper had been written, Canal & River Trust had progressed proposals for a national user group forum. A meeting had been planned that would take place at Hatton in February, to which at least one of Les Etheridge and Paul Roper would attend. A separate meeting to be attended by Simon Salem, Jo Gilbertson and Les Etheridge, had been arranged for 14th December to progress issues concerning use of volunteers.

John Pomfret asked that trustees' appreciation be conveyed to Waterway Recovery Group for the work on the Oxford Bridges. This was agreed.

At the morning's meeting of Navigation Committee:

- (a) There had been a discussion on criteria for assessing which other waterways might be taken on by Canal & River Trust in the medium to long term.
- (b) John Pomfret reported that he was drawing up some suggestions for promoting boating issues on the web site, which he would put to Gemma Bolton. It was noted that much of the information was already on the website but that it was not easy to find.
- (c) Jo Gilbertson had reported on a planned meeting with the Cam Conservators that had been cancelled and which he would rearrange.

[Confidential discussion]

In answer to a question from Gillian Smith, Les Etheridge confirmed that the Strategy topic would appear on future agendas, as the process needed to continue.

Jim Shead suggested that a closer relationship was needed with commercial organisations such as hire boat firms, but did not have any proposals for doing so. Les Etheridge asked him to consider further and put forward some suggestions.

Trustees agreed that publicity was needed to get these points across. More press releases would assist and Les Etheridge asked trustees to make suggestions to Jo Gilbertson and himself when there were opportunities.

9618

COMMUNICATION WITH NAVIGATION AUTHORITIES

Les Etheridge briefed the meeting on his plans to start a discussion going on Communications with Navigation Authorities and introduced a paper that had been circulated with the agenda. There was broad agreement this. Trustees:

- (a) Agreed that a policy on communication with Navigation Authorities should be developed;
- (b) Decided that the relevant points had been covered in the paper circulated with the agenda;
- (c) Agreed to consider the division between local and national issues and to provide the National Chairman with their thoughts by 31 December.
- (d) Asked Region Chairman to provide the information requested in points 2, 3 and 5 of the paper to the National Chairman by 14 January 2013.
- (e) Asked Navigation Committee to review national contacts with Navigation Authorities by 14 January 2013.
- (f) Asked the National Chairman to co-ordinate the process and bring a further paper to the February meeting of trustees.

9619

OBJECTIVES FOR 2013

Trustees approved objectives for 2013, as circulated with the agenda, which had been tweaked slightly from the earlier draft approved by trustees, to reflect the strategy discussion at the October meeting. The revised objectives approved were:

1. To maintain the Association's exemplary Health & Safety record by ensuring that the safety of all employees, volunteers and other supporters is given the highest priority.
2. To continue IWA's existing activities to campaign for the conservation, restoration and appropriate use and development of the inland waterways, actively encouraging and inspiring the widest possible audience to support the Association's objectives, especially boaters, and maintaining the current enthusiasm for waterways issues amongst parliamentarians. There should be a particular emphasis in encouraging circumstances and arrangements, including funding, for Canal & River Trust to be a success.
3. To work to ensure that Canal & River Trust makes a significant and positive contribution to the wellbeing of the inland waterways; publicly supporting Canal & River Trust to achieve this, but constructively criticising it when necessary, and maintaining a clear distinction between IWA and Canal & River Trust. In particular, IWA should act to ensure that the Trust's navigation role has appropriate prominence and that the partnerships play a useful and constructive role in the management of the waterways they cover.
4. To support, assist and encourage all non-profit making organisations whose objectives are similar to those of the Association's. To lead by example providing inspiration and guidance whilst promoting excellence in responsible and sustainable management, restoration and conservation of the inland

waterways. Also, to encourage all other relevant corporate and private organisations to act in the best interests of the waterways.

5. To maintain good communications with members and other supporters, particularly potential new members, through further developing electronic communications. This should focus on demonstrating charitable work that the Association is undertaking, particularly at a local level, so as to encourage a sense of IWA having a real and on-going purpose, and to continue being a valued and worthwhile organisation that people, especially boaters will be keen to support.
6. To continue the change of focus of IWA's activities towards charitable work that demonstrably brings benefit to the waterways, waterway users and the wider public; reducing resources previously spent on any marginal activities that appear to the wider public and supporters as an indulgence and also from those activities that do not have clear public benefit.
7. To better promote what the Association does in all its activities, including better recognition for WRG as part of IWA, and to ensure that resources are only allocated to those parts of the Association that are able to demonstrate good value in having outputs that can be promoted as having clear public benefit (or otherwise produce income, or are required by law).
8. To continue to manage risk in a diligent manner, and to comply with charitable law and other appropriate and relevant regulation.
9. To maintain the Association's long-term financial position by (a) further addressing new income-generating opportunities, notwithstanding the continuing difficult economic situation, (b) better promoting membership recruitment, (c) ensuring the financial viability of activities and events where campaigning objectives are not the main remit, and (d) continuing to closely control costs in all areas.
10. To continue the orderly and responsible management of the Chelmer & Blackwater Navigation by Essex Waterways Limited, and bring further improvements to the waterway for the widest community benefit.

9620

INVESTMENT STRATEGY AND POLICY

Gordon Harrower introduced a paper circulated with the agenda proposing the Association's Investment Strategy and Policy for 2013, and confirmed that it had been recommended for approval by Finance Committee at the Committee's morning meeting. Gordon Harrower also drew trustees' attention to the news that Investment Managers planned to merge with another firm Quilter. The Investment Working Group was closely monitoring any impact that this might have. Trustees approved the Strategy and Policy as circulated with the agenda.

9621

PROPOSED WORKSHOP WITH CANAL & RIVER TRUST

Les Etheridge reported to trustees that Tony Harvey of Canal & River Trust had approached Clive Henderson with a view to organising a further workshop to follow up the one held in early 2012, which was generally regarded as a success. There were no firm agenda or plan, as the proposal was at an early stage, but it was agreed that objectives and working arrangements would need to be clearly agreed before proceeding. Clive Henderson was willing to lead on the project and Vaughan Welch and Ivor Caplan had volunteered to assist. Likely timing was March 2013. Les Etheridge noted that IWA needed to be clear what the organisation wishes to achieve from the event. Trustees asked Clive Henderson to co-ordinate the preparation of a paper for circulation to trustees, by email, for approval.

9622

AGENDA ITEMS FOR FEBRUARY TRUSTEES MEETING

Neil Edwards had prepared a paper, circulated with the agenda, proposing that the topics of National Awards and Annual General Meeting arrangements be reviewed at the February meeting. Trustees:

- (a) Noted the preparation of papers covering National Awards and AGM Arrangements for the February meeting.
- (b) Approved that the deadline for nominations for 2013 National Awards should be extended to 31st March 2013.
- (c) Agreed to provide any written comments on input for the two papers, to the chief executive, before 10th January.

9623

COMMITTEE APPOINTMENTS

Neil Edwards had circulated a paper with the agenda following proposals put forward by Restoration Committee, Promotions and Communications Committee and the board of Inland Waterways Enterprises Ltd. Trustees:

- (a) Noted the retirement of Les Etheridge as a member of Finance Committee and Investment Working Group.
- (b) Approved the reappointment of Tony Hinsley, Martin Smith and Luke Walker to Restoration Committee, each for a further term of three years.
- (c) Approved the revision of the terms of appointment of Carolyn Theobald and David Jarvis to November 2015 and November 2014 respectively.
- (d) Approved the reappointment of Keith Gibson, Tony Harrison, Chris Hayes, Robin Higgs, John Lower, Andy Screen, David Stevenson and Roy Sutton to Restoration Committee's Advisory Panel, each for a further term of three years.
- (e) Noted the appointment of David Dawson as minutes secretary to Restoration Committee.
- (f) Noted that there were no recommendations from Navigation Committee for reappointment of its corresponding members.
- (g) Noted the appointment, by the board of Inland Waterways Enterprises Ltd, of John Butler to IWA Festivals committee, for a term of three years.
- (h) Approved the reappointment of Harry Arnold as an IWA Vice President for a further term of five years.

9624

COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	13 th October 2012
Navigation Committee	13 th October 2012
Restoration Committee	22 nd September 2012
Promotions and Communications	(none)
Waterway Recovery Group	23 rd September 2012
Inland Waterways Enterprises Ltd	13 th October 2012 (including edited minutes for publication)
IWA Festivals	15 th September 2012

9625

NON-COMPLIANT MOORINGS

Paul Roper briefed trustees on a detailed discussion at Navigation Committee, following a paper prepared by Paul Strudwick. It was felt that the recommendations in the paper would not be particularly contentious with Canal & River Trust.

9626

RESTORATION COMMITTEE

Vaughan Welch reported:

- (a) There had been five expressions of interest so far for the vacancies for one or more Honorary Consultant Engineers;
- (b) Restoration Committee was to advertise for an environmental consultant – help was particularly needed on issues concerning the North Walsham and Dilham Canal;
- (c) There were concerns for restoration of the Sussex Ouse where the Environment Agency had announced its intention to remove weirs, which would damage restoration prospects;
- (d) Two grants [were] approved

9627

NATIONAL FESTIVAL 2013

Ian West briefed trustees on arrangements for the National Festival 2013 at Watford. There were concerns about car parking arrangements, for which a solution had yet to be agreed. A possible free membership arrangement for ticket holders was being considered. Michael Stimpson had been appointed as event chairman. Ian West also reported on wider talks on potential arrangements for events around London during the summer, including a possible event over 10th to 11th August at the Olympics site, possibly held jointly with Canoe England. Options were being looked at for a possible 2014 National Festival site and associated events in the Warwickshire Avon area.

9628

PER CAPITA CONSULTATION

Gordon Harrower reported on a discussion at Finance Committee following the consultation with regions and branches on the Per Capita arrangements. The original proposals for Per Capita arrangements had been agreed, subject to the reduction of Per Capita payments by 10% each year only being for 2013 and 2014, after which the position would be reviewed again. Trustees endorsed this.

9629

RISK MANAGEMENT

Gordon Harrower reported that there had been a presentation on risk management by Gren Messham at Finance Committee meeting – this would come to trustees meeting in February.

9630

MATTERS ARISING

Neil Edwards had circulated a paper updating trustees on Matters Arising from previous trustees meetings. Trustees noted the paper and in particular that:

- (a) Ruth Ruderham of Canal & River Trust had visited Head Office for a meeting with Neil Edwards and Jo Gilbertson;

- (b) No local organiser had come forward to lead the proposed project on Welches Dam, so the work was unlikely to progress until someone willing to lead on it could be found;
- (c) A review of the web site when preparing a list of possible material for boaters had revealed much more than previously had thought to be there, but that presentation could be improved (partly to make it easier to find), along with additional material.

9631

SEVERN NAVIGATION RESTORATION TRUST

Les Etheridge reported that he had received an article covering the work of Severn Navigation Restoration Trust during its existence, and he would arrange for this to be circulated to trustees.

9632

NEXT MEETING

Trustees noted that the next meeting of the board of trustees would take place on Saturday 2nd February at Rowington Village Hall.

Dates for other meetings to be held during 2013 were: 13th April, 8th June, 10th August, 12th October 2013 and 7th December 2013, all at Rowington Village Hall.

There being no further business, the meeting concluded at 3.35 p.m.