

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 2nd February 2013 at Rowington Village Hall, Rowington, Warwickshire.

Present:

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

In Attendance: Neil Edwards [Chief Executive], Gren Messham [member of Finance Committee to item 9636], Mike Palmer [Chairman, Waterway Recovery Group to item 9636] and Jerry Sanders [Chairman of Promotions & Communications Committee].

Apologies for absence were received from Ray Carter, Helen Elliott-Adams [Company Secretary] and Alasdair Lawrance.

Roger Holmes was welcomed to his first meeting as South West Region Chairman.

9633

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. Mike Palmer declared that he is also a member of CRT's Council.

Trustees reaffirmed that the role of those serving on Canal & River Trust committees was entirely in a personal capacity and therefore their actions in that capacity were completely independent of the Association.

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

9634

MINUTES

Trustees approved the minutes of the Board's meeting held on 8th December 2012, including the edited version for publication, as a correct record of the meeting.

9635

RISK MANAGEMENT

After a brief introduction by Gordon Harrower, Gren Messham gave a PowerPoint presentation on risk management and its importance to the Association. This followed a presentation given at the December meeting of Finance Committee. Trustees then addressed a paper attached to the agenda, which reviewed some of the top risks and proposed actions that might be taken by trustees as a consequence. The need to address, and take action, from reports received was highlighted, rather than just receiving information and not doing anything with it. Trustees were generally supportive of the actions outlined in the schedule but it was noted that there would be a period for comments to be submitted so that a final paper could come back to trustees to confirm all the proposed actions.

Peter Scott queried the need for risk management, said he felt the whole process was unnecessary, and questioned whether risk management really did any good. The general consensus was that risk management

was an important and necessary process to identify where important duties were not being fully addressed or where priorities needed a review. The process of risk management, reviewing risks and taking action when necessary was more important than any documentation produced. Trustees:

- (a) Agreed that each trustee would consider the summary responses in Appendix 1 and the proposed actions, and would send comments to Gordon Harrower and Gren Messham by 28th February. An updated summary incorporating these responses would be brought back to the next trustees meeting.
- (b) Asked the chief executive to make recommendation on a process for Crisis and Incident Management across the Association, to include coordinated practical and public relations response through nominated officers and volunteers to any reasonably foreseeable event. When implemented and maintained, this process would represent a control and mitigants on speed and effectiveness of response, including public relations response, to a number of top risks.
- (c) Noted that IWA risk management processes, the report attached to the agenda and the preceding presentation were based on Charities Commission 'good practice' guidance (CC26), and agreed that the Association's procedures should be maintained in line with that guidance.
- (d) Noted that Finance Committee had approved work to develop a formal risk register for IWA for discussion by the Committee during 2013.

9636

FUTURE OF THE NATIONAL FESTIVAL

Alan Platt introduced a paper attached to the agenda, which, following comments from trustees, put forward further conclusions from the review group that had considered the role and arrangements for the national festival. The main principle put forward was a general conclusion that the Festival should have more prominent campaigning and 'showcase for the Association' roles, and that the trade show should be seen as secondary, to support these primary roles. There was a need to reconsider the ways by which a national festival was judged to be a success or not. Financial viability was essential, but firm measurements of reaching a potential audience or achieving campaign objectives needed to be put forward for each event. Trustees emphasised that campaign requirements should determine the location of each event, rather than campaigns being made-up to fit a chosen location, although it was acknowledged that campaigning should be possible on any site. There was a long discussion on possible future plans for national festivals, from which trustees:

- (a) Agreed that a primary purpose of the national festival was that it should be a campaigning event, and there was no need for a separate national campaign festival;
- (b) Noted that as the national festival was to be primarily a campaign event, it should report directly to trustees, and that there was a case for IWA Festivals committee to be part of the Association and to report to trustees directly, rather than through Inland Waterways Enterprises Ltd, albeit that some aspects of the Festival would probably still have to pass through the subsidiary company's books, and asked the national chairman and chief executive to prepare proposals to implement this;
- (c) Agreed that IWA Festivals should nominate a representative to be a director on the board of Inland Waterways Enterprises Ltd.
- (d) Asked region chairmen to consider, by the next trustees meeting, whether there were opportunities to bring the national festival to a location in their region within the next five years, and if so, to specify a location and date;

- (e) Asked IWA Festivals Committee to report back to trustees , possibly through the facility of a sub committee such as the Festivals Review Group and with trustees to initiate and establish specific strategies and campaigning aims for individual festivals;
- (f) Asked Finance Committee, in conjunction with Festivals committee, to put forward proposals for measurable financial and non-financial Key Performance Indicators;
- (g) Noted that that there were no legal or tax barriers to offering free entry for volunteers to the national festival, but no decision was taken as to whether this was desirable;
- (h) Asked that IWA Festivals Committee take steps to engage and communicate with the wider group of festivals volunteers more frequently than in the past, specifically as regards updating them on the financial and other outcomes of the festival;
- (i) Asked that the word ‘national’ should be included in the formal title of each event;
- (j) Asked Ian West to consider the timing needed by IWA Festivals of any decisions by trustees as to priorities and campaigns for each year’s event;
- (k) Agreed that the National Festival for 2014 could be held at Stratford-upon-Avon, so long as campaigning was the priority objective, and subject to satisfactory proposals being put forward.

9637

STRATEGY UPDATE

A paper from Les Etheridge and Paul Roper had been circulated with the agenda. After a brief discussion to familiarise with detail of the protocol with Canal & River Trust, trustees:

- (a) Noted the progress made since the last meeting;
- (b) Endorsed the protocol for IWA and CRT working together, but asked that this be reviewed annually;
- (c) Asked region chairmen to respond to the paper on communication with Navigation Authorities presented to the December meeting.

[Confidential item omitted]

Paul Roper reported that there had been a discussion at Navigation Committee concerning a potential donation to a navigation authority, which the committee had decided against recommending, but had considered that it might run an appeal for benefiting a working navigation from time to time.

Les Etheridge briefed trustees on the changes in staff arrangements at Head Office following the forthcoming departure of Jo Gilbertson. [detail omitted] Alison Smedley would take on a supporting role for Navigation Committee, and a part-time member of staff is to be recruited to support her area. Tracy Higgin is to take on responsibilities for membership recruitment and an additional part-time member of staff would help in this area. Jenny Black would also take on further responsibilities, including being line manager for Alison Smedley’s role.

9638

PROCEDURES AT TRUSTEES MEETINGS

A paper from the chief executive proposed updated wording to the *Procedures at Trustees Meetings* following the discussion held at the December 2012 meeting. Les Etheridge advised that Clive Henderson wished to table some further minor revisions to improve the wording. Trustees approved the updated Procedures document and delegated the chief executive to make minor wording revisions so long as the intent and previously agreed principles remained unchanged.

9639

NATIONAL AWARDS OFFICER

Neil Edwards had circulated a paper (i) outlining the duties to be undertaken in order to keep arrangements for the national awards functioning, and (ii) explaining requests that had already been put forward in respect of the 2013 awards. Trustees:

- a) Approved the reappointment of Harry Arnold, Audrey Smith and Tony Hirst as the Awards Panel for a further term of one year, to make recommendations for the National Awards.
- b) [Confidential item].
- c) Noted that there was likely to be additional expense to remedy the omission of the 1993 award winner on the engraving to the Cyril Styring Trophy.
- d) Approved that for this year only, the Vivian Bulkeley-Johnson Salt should be considered at the April trustees meeting, so that presentation could be made at Canalway Cavalcade, after brief consultation with the Awards Panel, so long as only the one nomination is received by the closing date.
- e) Asked that the post of National Awards Officer should be advertised in Bulletin, and *Waterways Magazine*, and opened to all members of the Association to apply. This post should be responsible for all aspects of administering the awards and arranging presentations, etc, with recipients being decided as at present, other than as stated in (b) and (d) above.

Jim Shead said that if there were no other offers to take on the post then he would be prepared to do so, but that he would prefer for a new volunteer with an interest in doing the task to come forward.

9640

STOKE-ON-TRENT BRANCH

Vaughan Welch had circulated a paper with the agenda proposing a change of name for Stoke-on-Trent Branch, following representations from the branch. Trustees agreed that the branch's name could be changed to 'North Staffordshire and South Cheshire Branch' subject to approval at the branch's Annual General Meeting, due to be held on 9th March 2013.

9641

ANNUAL GENERAL MEETING

Neil Edwards had circulated a paper outlining the requirement for the Association's Annual General Meeting and various options for trustees to consider. After a short discussion, trustees:

- (a) Approved that in future years the national AGM should be held in a Midlands based location, preferably with public transport access and good parking, so as to maximise the potential for attendance by interested members and to contain costs;
- (b) Agreed that the preferable format was for a seminar aimed at active members where there could be an open dialogue with trustees and members of national committees, with the formal proceedings occupying only a small part of the day's activities;
- (c) Agreed that the 2013 AGM would be held in the Birmingham area if a suitable venue could be found prior to the beginning of March;
- (d) Agreed that Promotions and Communications Committee would be responsible for organising all aspects of the AGM and any associated activities, and that a proposal was required by 28 February 2013;

- (e) Agreed that if all other proposed arrangements failed to materialise then, as a last resort, the meeting would be held on the same day as the October trustees meeting, at Rowington Village Hall, prior to a shortened trustees meeting.

9642

COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	8 th December 2012
Navigation Committee	8 th December 2012
Restoration Committee	24 th November 2012
Promotions and Communications	6 th October 2012
Waterway Recovery Group	(none)
Inland Waterways Enterprises Ltd	8 th December 2012 (including edited minutes for publication)
IWA Festivals	(none)
Essex Waterways Ltd	(none)

9643

NAVIGATION COMMITTEE

Paul Roper reported that the morning's meeting had included a discussion covering moorings issues. There was concern that some trustees had publicly quoted diversions from agreed policy to reflect their own opinions, and that this had led to some resignations from members. Canal & River Trust's allocation of £500,000 for the resolution of mooring issues was noted.

9644

BRANCH BANKING

Gordon Harrower reported that Finance Committee wished to trial branch banking with the Co-operative Bank, and that a couple of volunteer branches were needed to progress this.

9645

MEMBERSHIP RECRUITMENT

Gordon Harrower reported a discussion at Finance Committee in the morning's meeting, where there had been concern at the low proportion of new members being recruited from traditional methods, and that renewed efforts were needed to attract new members.

9646

COMMITTEE PAPERS

Gordon Harrower reported on a discussion at the morning's meeting of Finance Committee, where the need for committee members to receive full sets of printed agenda papers had been questioned. These might be reduced to just a few key papers. Trustees were asked to consider whether they might consider doing the same.

9647

REVENUE GROUP

Gordon Harrower reported that there had been a slow start to the proposed new Revenue Group, as there had been a poor response to offers to help. Gordon said that he intended to make approaches to Geraint Coles and Roy Chandler to support the group and that he hoped that Gareth Jones would chair it.

9648

RESTORATION COMMITTEE

Vaughan Welch reported that the following topics had been discussed at Restoration Committee's December meeting:

- (a) A meeting was planned with the applicants for the honorary consultant engineers roles;

- (b) An advertisement for an environmental advisor had been placed in *Waterways* magazine;
- (c) There was a new programme of Heritage Lottery Fund grants;
- (d) The committee intended to have a display at the National Festival;
- (e) The difficulties of restoring river navigations had been noted.

9649

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 there had been no progress with the proposed joint workshop with Canal & River Trust.

9650

JO GILBERTSON

Trustees expressed their gratitude to Jo Gilbertson, who was due to leave the Association's employment on 8th February after nearly five years' service, for his work on campaigns and much else over the period.

9651

NEXT MEETING

Trustees noted that the next meeting of the board of trustees would take place on Saturday 13th April at Rowington Village Hall.

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

There being no further business, the meeting concluded at 4.48 p.m.