

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 6th August 2016 at Rowington Village Hall, Rowington, Warwickshire.

Present:

John Butler	Gordon Harrower (to 10077)	Peter Scott
Ivor Caplan	Roger Holmes	Paul Strudwick
Mike Carter	Gareth Jones (to 10077)	Helen Whitehouse
Ray Carter	Gren Messham	
Les Etheridge (chairman)	John Pomfret	

In Attendance: Neil Edwards [Chief Executive], Andrew Overy [Finance Manager] and Mike Palmer [chairman of Waterway Recovery Group].

Les Etheridge welcomed John Pomfret and Helen Whitehouse to the meeting as newly elected region chairmen. Trustees noted that it would have been Jim Shead's last meeting before retiring as a trustee; trustees asked Les Etheridge to write to Jim to thank him for his service.

Apologies for absence were received from Gillian Smith, Jim Shead and David Pullen

10070

DECLARATIONS OF INTEREST

Neil Edwards recorded his membership of Canal & River Trust's Council. Ivor Caplan, Gren Messham, Mike Palmer and Peter Scott recorded their positions as members of Canal & River Trust partnerships and other advisory committees.

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

10071

MINUTES

Trustees approved the minutes of the Board's meeting held on 18th June 2016 including the edited versions for publication, as correct record of the meeting.

10072

NATIONAL CHAIRMAN'S UPDATE

Les Etheridge had provided a written report, which had been circulated with the agenda papers. He drew trustees' attention to the following points.

- (a) Therese Coffey had been appointed as the new Waterways Minister in the Government's ministerial reshuffle. She would be invited to the forthcoming Waterways Parliamentary dinner.
- (b) [Confidential item]
- (c) Indications from parliamentary contacts were that, so far, Brexit has not impacted on work to transfer the Environment Agency's navigations to Canal & River Trust. Current advice was to try to keep the proposed transfer as simple as possible. Les Etheridge and Gren Messham had maintained close contact with senior officers of the River Thames Alliance.
- (d) The unilateral changes by Peel Holdings to the reciprocal arrangement with Canal & River Trust on the Bridgewater Canal continued to be a matter of concern. Mike Carter reported that he had arranged a meeting with the Bridgewater Canal Trust, which was due to take place on 9th August.

- (e) The meeting between Les Etheridge and the chairman of Wilts & Berks Canal Trust was being rearranged and might take place on 11th August.

Trustees noted the national chairman's report, and the updates contained therein.

10073

ENVIRONMENT AGENCY NAVIGATIONS

Gren Messham had prepared a paper, which was circulated with the agenda, which set out the navigations and other waterways that Navigation Committee recommended that IWA should propose for transfer from the Environment Agency to Canal & River Trust. The paper categorised navigations and then proposed which categories should form part of any transfer. Navigation Committee had considered the paper at its meeting the same morning, and recommended it to trustees.

Trustees approved Navigation Committee's recommendations that the waterways where (a) the Agency was the navigation authority, or (b) managed the waterway under byelaws, should all be transferred, but (c) where the Agency just owned structures on waterways with no authority that was used for navigation, these would need to be considered on their individual merit. There were also (d) a number of waterways where the navigation position was uncertain, and in these cases there was probably little that could be transferred. Further research was being undertaken on a small number of waterways where the position was unclear. Subject to an amendment concerning the river Dee, the list would be placed on the website, which Gren Messham would arrange with Alison Smedley.

10074

TRUSTEE ELECTIONS INTERIM ARRANGEMENTS

Neil Edwards had prepared a paper which explained that the proposed new Articles of Association would leave trustees to set out the procedures for the future election and/or appointment of all trustees, and that if the new Articles were approved at the September AGM then, unless trustees now resolved otherwise, there would be a vacuum of no arrangements for the appointment of nationally elected trustees.

Trustees resolved that on the presumption that the proposed revised Articles of Association were approved at the AGM in September then the procedures for the election of trustees would remain unchanged as if there had been no revision to the Articles, until such time as trustees decided otherwise.

10075

STRATEGY UPDATES

Les Etheridge introduced update papers on Strategy.

Gren Messham briefed trustees on Navigation Committee's discussion on strategy issues, including:

- The transfer of EA Navigations, which had been covered earlier in this meeting;
- Correspondence with the Middle Level Commissioners following their consultation on a revised legal framework for boating on the Middle Level waterways;
- Continuing discussions with HS2 railway promoters. IWA had now assumed chairmanship of the Waterways Working Group on HS2, with Gren Messham as its current chairman. The proposed realignment of the railway line in the Chesterfield Canal area was noted.

John Butler had prepared a short note to update trustees on arrangements for the revised Marketing Committee structure, which included the new working groups or sub-committee covering events, Canalway Cavalcade and work previously handled by Promotions and Communications Committee. [Detail omitted]

Trustees asked the national chairman to write to Jerry Sanders to thank him for his chairmanship of Promotions and Communications Committee.

10076

RESTORATION STRATEGY

Les Etheridge, Ivor Caplan and Gren Messham had prepared a paper on restoration strategy issues, which refined a paper prepared for the June meeting, but which had not been discussed owing lack of time. The paper concluded that the best way forward would be to establish a high level working group to take a fresh look at what the Association needed to do to make a real difference in the world of waterway restoration and to once again inspire supporters.

Trustees approved the setting up of a working group comprising John Dodwell, Neil Edwards, Michael Limbrey, Mike Palmer and Jonathan Smith, to consider at a high level how IWA could achieve its strategic objective in supporting restoration, as set out in full in the appendix attached to the paper, and in particular to address the following questions:

- *What is the optimum IWA structure to support restoration? Should IWA maintain a Restoration Committee (if so, what functions should it fulfil?), or perhaps set up a different approach based on a Hub concept?*
- *How should WRG fit in to this structure?*
- *What services should IWA provide to support the restoration movement?*
- *How should IWA work with CRT on restoration?*
- *How should the required restoration strategy be developed?*
- *What else should IWA do to further restoration?*

The key objective was to ensure that restoration of inland waterways thrived through good central support that inspired and met the needs of restoration promoters. The group would be asked to provide an initial report by 28th September for consideration at trustees' 8th October meeting. Les Etheridge would write to the working group members.

10077

IWA POLICY ON CONTINUOUS CRUISING

Gren Messham had prepared a paper, which set out a proposed policy on continuous cruising, and was circulated with the agenda. The policy had been discussed at some length at the morning's meeting of Navigation Committee. [Detail omitted]. There were strong marketing reasons for having a clear policy, but equally there were concerns that such a policy should not cause adverse publicity by being unwelcome to too many boat owners who held continuous cruising licences. After a discussion it became clear that there was no consensus of view. Trustees referred the policy back to Navigation Committee to review it in the light of trustee's discussion.

10078

2017 BUDGET

Gordon Harrower introduced two papers, attached to the agenda, reporting on a budget planning meeting that had been held at Head Office and setting out proposals for preparation of the 2017 budget. There had been a discussion on the issues at the meeting of Finance Committee earlier in the morning. The current estimate for 2016 was a deficit of [an amount], which compared to the approved budget deficit of [an amount], but this would be subject to change if any legacies of substance were received during the rest of the year. With the Association's reducing General Fund, there was a need for a lower deficit budget for 2017, which should be very much less than [an amount] but it was recognised that there was little room to cut expenditure without making a significant impact on the Association's output. Gordon Harrower proposed that there needed to be a fairly wide ranging review of the Association activities to inform budget planning and to address future sources of income.

The papers outlined a number of activities where short-term improvements could be made. These included (a) focussing fund-raising on covering WRG's running costs so that WRG's income and expenditure was all run through the WRG restricted fund; (b) grants and awards should be funded from restricted funds; (c) region expenses should be funded from branches, where not appropriate to region chairmen's expenses, (d)

the Per Capita process should cease (albeit that printing and postage costs for branch and region newsletters would continue to be funded from Head Office), and (e) bookkeeping processes should be streamlined. Trustees approved that these changes should proceed and be allowed for in formulating the 2017 budget.

Gordon Harrower outlined the proposed budget process, key assumptions and next steps as set out in the paper attached to the agenda. Trustees agreed:

- (a) To set up a small working group who, with the support of staff at Head Office, would undertake a review of the key objectives of the organisation for the next five years, and would seek views from people within and outside of the organisation. Les Etheridge and Gordon Harrower would determine membership and establish the group.
- (b) For the 2017 budget, the deficit of expenditure relating to the general fund activities over regularised income (reasonably predictable income) must be below [an amount], with a future objective that the deficit can be eliminated within three years.
- (c) The following key assumptions should guide the budget process:
 - There would be no increase in the membership subscription rates for 2017 as agreed at the June meetings of Finance Committee and Trustees, but this should be reviewed for future years.
 - New sources of income would only be recognised if reasonably certain.
 - New donations from the General Funds to national committee project would only be available in exceptional circumstances. Specific appeals would have to be established to raise additional funds. Donations from restricted and designated funds would continue and would be encouraged.
 - There would be a re-examination of the costs that could be apportioned to the restricted and designated funds.
 - All expenditure would be challenged for its appropriateness.
- (d) The timetable for the five-year review of key objectives would be:
 - September and October – work undertaken on the review
 - November Trustee Meeting - high-level feed back/thoughts provided to Trustees
 - December and January – further work incorporating feedback from Trustees
 - February Trustee Meeting - 5 year review of IWA for discussion with Trustees
- (e) The timetable for the 2017 budget preparation would be:
 - September - budget discussion held by finance with budget holders
 - October Finance Meeting - Draft budget figures will be issued & discussed.
 - October Trustee Meeting – Summary draft budgetary position presented to Trustees for consideration.
 - November – Finance undertake any necessary further budgetary discussions
 - November – 2017 budget presented firstly to Finance committee and final to Trustees for approval.

[Gordon Harrower and Gareth Jones left the meeting at the conclusion of this item]

10079

CHIEF EXECUTIVE'S REPORT

Neil Edwards had prepared a report that was circulated with the agenda. Trustees noted the report and in particular the following items that were drawn to attention:

- (a) Legacies have been received from the estate of late John Faulkner of IWA Northampton Branch (£125,610, mostly restricted) and the late Ivy Cowen (£42,748 unrestricted).
- (b) [Confidential item].
- (c) Generation of significant new income for general purposes might only be feasible through increased trading activities, and a range of potential new trading activities were under consideration, including high street charity shops, inland waterway passenger boat operations, waterway themed day trips and holiday tours, events in other cities based on the Canalway Cavalcade model and new areas of mail order operation. Trustees were asked to write to the chief executive if they had concerns or views on any of these or other possible trading activity.
- (d) Geraint Coles had reported that he was still working on the ‘State of the Nation’ restoration report.[detail omitted]
- (e) [Confidential item]
- (f) Formal letters of appointment, along with a summary ‘Volunteers Handbook’, would be sent from Head Office to all nationally appointed officers, committee members and other volunteer posts, so as to provide better guidance and understanding of expectations on both sides.
- (g) It had become evident that some IWA representatives, nominees and other appointees acting for the Association were unclear of their role, responsibilities and duties, and in some cases a lack of proper appointment process. To help representatives and other appointees to better understand their role, and any potential risks for them or IWA, Head Office would issue more detailed guidance on appointment and bring all future appointments to trustees for ratification as part of the usual Appointments paper at each trustees meeting. This would be consistent with the letters of appointment for national committee members.

10080

COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	18 th June
Navigation Committee	18 th June
Restoration Committee	(none)
Marketing Committee	23 rd to 31 st May (electronic meeting)
Promotions & Communications	14 th May
Waterway Recovery Group	(none)
Events Committee	14 th May
Essex Waterways Ltd	(none)

10081

MATTERS ARISING

Trustees noted a report circulated with the agenda covering matters arising from previous meetings.

10082

WATERWAY EVENTS

John Butler reported that the Pelsall Festival of Water was likely to make a loss of about [an amount].
[Detail omitted]

Mike Carter reported that the Campaign Festival at Eldonian Village had made a small surplus for Chester and Merseyside Branch. Trustees reiterated their thanks to Mike Carter and his team for their exceptional work in making the event a success.

John Butler reported that Ilkeston had been announced as the event venue for a 2017 Festival of Water and that a number of potential locations had been identified for future events.

10083

NAVIGATION COMMITTEE

Gren Messham reported that, in addition to topics covered earlier in this meeting, the following issues had been discussed at the morning's meeting of Navigation Committee:

- IWA's response to Oxford City Council's proposed Public Spaces Protection Order covering the Thames and the Oxford Canal, which Steve Good, IWA Oxfordshire Branch chairman, had put together and sent.
- CRT Winter Stoppages Consultation – there was discontent at the proposed loss of north to south through routes being maintained throughout the winter. Navigation Committee was preparing a representation to CRT
- The increasing number of wide beam boats, particularly on the southern Grand Union Canal had been noted, and research was being undertaken to see what, if any, problems this caused for other waterway users. IWA's policy on waterway construction might need to be reviewed as a consequence of this research.

10084

FINANCE COMMITTEE

In Gordon Harrower's absence Andrew Overy reported that Finance Committee had discussed the balance between funds held as cash and as part of the investment portfolio. [Detail omitted]

10085

SOUTH WEST REGION

Les Etheridge reported on correspondence with Ray Alexander, secretary of South West Region, who had asked for a review of how legacies were handled within the Association.

10086

NEXT MEETING

Trustees noted that the next meeting of the board of trustees would take place on Saturday 8th October 2016 at Rowington Village Hall. The other planned 2016 date for trustee meetings was 26th November 2016.

Note: The dates planned for 2017 meetings are:

11th February
8th April
10th June
5th August
7th October
25th November

There being no further business, the meeting concluded at 4.55 p.m.