

Minutes of the meeting of the Board of Trustees of The Inland Waterways Association held on 7th October 2017 at Rowington Village Hall, Rowington, Warwickshire.

Present:

Robert Atkins (to item 10202)	Chris Howes	Jonathan Smith
Rick Barnes	Gren Messham	Verna Smith
Ivor Caplan	Mike Palmer	Paul Strudwick
Les Etheridge	Peter Scott	Helen Whitehouse
Roger Holmes	Gillian Smith	

In Attendance: Neil Edwards [Chief Executive] and Andrew Overy [Finance Manager].

Apologies for absence were received from Ray Carter, David Pullen and Paul Rodgers. Peter Johns, chairman of Marketing Committee, also sent apologies for absence.

10198

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.

Jonathan Smith and Gillian Smith declared, in respect of item 10206(e), that their mother was chairman of Lancaster Canal Restoration Partnership.

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

10199

ELECTION OF OFFICERS

Proxy votes had been received from absent trustees Ray Carter (proxy Jonathan Smith), David Pullen (proxy Les Etheridge) and Paul Rodgers (proxy Rick Barnes).

There were two nominations for national chairman, Ivor Caplan and Paul Strudwick. Ivor Caplan was elected by secret ballot.

Ivor Caplan recommended that there should be two deputy national chairmen for the coming year. Trustees agreed.

There was one nomination for deputy national chairman, Paul Strudwick, who was duly appointed. Ivor Caplan said that he would like to speak to other possible candidates for election and would make a further recommendation at the November meeting. Trustees agreed.

Ivor Caplan paid tribute to Les Etheridge's service as national chairman, which was endorsed by a round of applause from trustees.

There was one nomination for national treasurer, Jonathan Smith, who was duly elected.

Robert Atkins expressed concern at the length and cost of travel to trustees meetings, and suggested that further consideration should be given to holding some trustees meetings by means of conference calls or similar electronic means. Ivor Caplan said there had been a similar discussion at the morning's meeting of Navigation Committee. There were views in favour and against for electronic meetings, and trustees agreed

that the subject should be reviewed and suggestions considered at the November meeting. Mike Palmer would lead on this.

10200

MINUTES

Trustees approved the minutes of the Board's meeting held on 5th August 2017, including the edited versions for publication, as a correct record of the meeting.

10201

CONFIRMATION OF LONGER TERM OBJECTIVES

Ivor Caplan introduced a paper by Les Etheridge to confirm the Association's more detailed longer term objectives. Les Etheridge explained that he had brought forward the Objectives circulated at the August meeting and incorporated comments that he had received in the following three week period, as agreed at that meeting. Trustees approved the longer term objectives, as stated in the paper attached to the agenda.

10202

DEVELOPMENT OF PLANS FOR IMPLEMENTATION OF IWA'S LONGER TERM OBJECTIVES

Mike Palmer asked that the next step forward was to select those objectives that we could most easily work on, and from these extract objectives that would form the one-year objectives. Not all of the longer-term objectives would be covered within the one-year objectives. Discussion omitted.

Having allocated responsibility for each of the longer term objectives, trustees asked that draft plans be formulated and brought back to the November meeting. Andrew Overy asked that he be informed, for budget preparation purposes, of any likely requirements for expenditure consequent to the above work. Trustees also asked that Marketing Committee be given early sight and the invitation to comment on the proposed plans and actions.

10203

PREVIOUS NATIONAL CHAIRMAN'S REPORT

Les Etheridge introduced a report that had been circulated with the agenda and highlighted pertinent points. The following points were noted:

- (a) An apology had been received from Wilts & Berks Canal Trust in respect of quotes attributed to IWA in a fundraising article in the Trust's magazine '*Dragonfly*'; trustees agreed that no further action was required.
- (b) The surplus from the National Festival of Water at Ilkeston was noted with pleasure.
- (c) [Confidential item].
- (d) A letter of support was being prepared for Cotswold Canals Trust's Heritage Lottery Fund bid due to be submitted in November.
- (e) Trustees had reviewed the Charity Governance Code for larger charities, and agreed that a tick list was needed to see which parts of the code the Association were in compliance.

10204

CHIEF EXECUTIVE'S REPORT

Neil Edwards had prepared a paper, which had been circulated to trustees prior to the meeting. Trustees noted the report. Jonathan Smith reported that Finance Committee had considered the appendix entitled 'IWA's Digital Future' and had agreed to proceed with the proposed IT arrangements, and proposed to appoint a steering committee consisting, initially, of Nick Coolican-Smith and Jude Palmer. [Detail omitted]

Mike Palmer noted insurers' concerns about public liability risk as a consequence of the fatality on the Wilts & Berks Canal in 2016. Insurers were taking a greater interest in Health & Safety arrangements of restoration groups, and this was likely to result in the need for greater guidance from the Restoration Hub.

10205

REPORTS FROM NATIONAL COMMITTEES

Reports had been prepared covering Navigation Committee, the Restoration Hub, Marketing Committee, Events sub-committee and Financial Management Information. These had been circulated prior to the meeting. The following points were noted:

- (a) The AGM at Langley Mill on 30th September had been very successful, with an attendance of 116, which was the highest for a number of years. Ivor Caplan reminded everyone of the need to positively promote the new branding, which trustees endorsed.
- (b) IWA's year-to-date financial deficit to the end of August was about [an amount], which was considerably lower deficit than budget, aided by a good investment performance and legacy income above budget. Other than branch funds, other designated funds had either been expended or transferred to restricted funds since the money had been firmly committed. Another substantial legacy had been notified but was unquantified.
- (c) The new Inland Waterways Enterprises Ltd trading company had been activated in time for the bar trading for the National Festival of Water.
- (d) Marketing Committee had proposed a revised structure for membership fees based around a single flat fee for personal membership with the focus on a minimum amount promoted as a monthly payment with further donations strongly encouraged. Trustees supported the idea and noted that firm proposals would accompany the proposed 2018 budget at the November trustees meeting.
- (e) Jonathan Smith reported that Lancaster Canal Restoration Partnership had asked if IWA would look after a grant of [an amount] that it had received for planned tow path improvement works at the northern end of the Lancaster Canal in the Kendal area, and be responsible for paying out the funds as they were expended. Finance Committee had agreed that the arrangement was acceptable subject to checking there were no undue liabilities in the agreed arrangements.

10206

APPOINTMENTS

Neil Edwards had prepared and circulated a paper with the agenda covering proposed committee appointments. Trustees:

- (a) Reappointed the existing chairmen of Finance Committee (Jonathan Smith), Marketing Committee (Peter Johns), and Waterway Recovery Group (Mike Palmer), each for a further term of one year. The chairmanship of Navigation Committee would be considered at the next meeting, when Gren Messham planned to retire from the role.
- (b) Approved the appointment of Chris Jennings and Steve Taylor, each as a member of Events sub-committee for a term of three years.

10207

COMMITTEE AND COMPANY MINUTES

Trustees accepted the following committee and company minutes:

Finance Committee	5 th August
Navigation Committee	5 th August
Marketing Committee	7 th July

10208

MATTERS ARISING

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

10209

ARRANGEMENTS FOR APPOINTMENT OF NATIONAL CHAIRMAN

Les Etheridge reported that he had found the procedure for appointment of national chairman at the first trustees meeting after the AGM had worked poorly in terms of handover arrangements, supported by Ivor Caplan. Peter Scott reminded trustees that the present arrangements had been put in place so that the newly elected trustees, following the AGM, voted in the new chairman, rather than retiring trustees. Trustees agreed that the matter should be reviewed at some point in the future, but that there was no immediate urgency.

10210

IWA CORPORATE CLOTHING

Helen Whitehouse asked trustees if they had any preference for colours of corporate clothing with the new branding, particularly polo shirts. There was demand for all three colours featured in the new logo, and trustees preferred the colour logo where embroidered, but printed garments would need to use the white version of the logo. Rick Barnes asked for sample T-shirts for the WRG bonfire bash at the beginning of November. Trustees asked Helen Whitehouse to discuss overall corporate clothing requirements with Marketing Committee.

10211

NEXT MEETING

Trustees noted that the next meeting of the board of trustees would take place on Saturday 25th November 2017. Trustees asked that the date of the April 2018 meeting be moved to 14th April at Bilston and South Wolverhampton Academy, the same venue as the Restoration Seminar on the same day. Other 2018 meeting dates are: 27th January, 30th June, 8th September and 24th November.

There being no further business, the meeting concluded at 4.20 p.m.