



Minutes	Friends of Windmill Gardens – Meeting of the Board of Trustees
Date	Tuesday 12 th October 2021, 7pm
Chair	Marita Brown (Chair of the Meeting)
Location	Online Video Conferencing (All agreed meeting could be recorded)
Present	Board members: Jean Kerrigan (Chair), Nick Weedon (Vice Chair / note taker), Viv Whittingham (Secretary), Sonam Sikka (Treasurer), Marita Brown, Mark Gordon, Ann Lee, Liz du Parcq, Philippa Tudor, Chris Patton

Item 1	Welcome. Apologies: Jeff Thomas, Abel Holsborough	
	Following some concerns raised after the previous meeting, Maria invited participants to feed back on ground rules. VW raised items in the code of conduct, which must not be forgotten or ignored. Trustees need to contribute on papers well in advance, read them and seek any clarifications in good time for the meetings.	
Agreed	ACTION: Viv to recirculate code of conduct for all to read	Viv/ALL

Item 2	Risk Register – previously circulated with cover note, for discussion	
Risk Register	<p>Philippa thanked all those that contributed further, noting that an update on conflicts of interest should be done.</p> <p>Philippa raised whether we are moving to ‘red’ on finance risk as well as staffing, suggesting looking at these further through the agenda.</p> <p>Ann noted that some mitigations that are agreed remain unactioned.</p>	
Agreed	ACTION: All to look at the task list and note actions that have been made and highlight the next ones to address within a week. Where actions are noted for Trustees, it would be more useful to put names against them, by self-volunteering or suggesting who may be best, for their agreement.	All By 19/10

Item 3	Income generation strategy	
Income generation strategy	<p>Viv noted that fundraising for staff posts was the responsibility of all, as we aim to fund running costs from a variety of sources, not just from grants.</p> <p>Action Plan comments:</p> <ul style="list-style-type: none"> - More attention needed for membership development; board should look at the benefits of membership. Jean will contact recently expired members, and work with Comms on a membership strategy. New trustees need to be informed that they should be members and this will be added to the job description - Need to focus on targets for sales, with those involved on lines suggesting developments. - Mark noted that a volunteer has expressed a wish to work on CRM. Ann noted that she is in contact with a potential volunteer with a similar interest. - Comms will be taking stock of current room hire performance, rates etc. - Liz noted that we should start to attach targets to the income generation strands - Jean noted that various demands on limited spaces in BWC and the Windmill need to be managed with regard to the Community Service Agreement. - noted a new Home Page is being developed for the website which will encourage donations - We should update the forward budget based on the last 6 months’ experience, including price adjustments to introduce in April at the start of the next financial year. -the Fundraising Group needs to be kept in the loop about budgets <p>Noting the above comments the Board agreed the Income generation strategy and thanked Lucy for drawing it up</p>	

Agreed	<ul style="list-style-type: none"> ➤ ACTION: Set up a working group to look at the budget and targets ➤ ACTION: Sub groups to work on relevant targets ➤ Start work on this by December bring the targets and forward budget back for the January meeting. 	Mark Sonam Jean Nick and Lucy
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Item 4	Financial Matters and Reports	
Financial Matters and Reports	<p>Sonam introduced Profit and loss by Month document, asking whether the level of granularity on this report is too much. Generally thought to be good.</p> <p>Café increasing, membership flat, merchandise fluctuating according to events and has noticeable costs, hires going up sharply. Running costs are high; contracts with utilities and phones are being addressed.</p> <p>Liz suggested an annual session on reviewing trading costs and charges. Mark queried whether this should be done by Board or funding subgroup. Jean noted that Business Development Manager could take more of a role in this, based on experience of working within the building and interaction with public and hirers. Mark suggested this could be taken on by the group looking at income/targets, which was agreed.</p> <p>Sonam introduced the cashflow forecast, which distinguishes between restricted and unrestricted funds. The forecast is based on some assumptions, such a slower trading income during January and February, along with high BWC running costs. We have sufficient unrestricted funds to retain staff for the next six months, though the position from the new financial year needs to be addressed urgently. The fundraising group is working on this.</p> <p>Liz noted that the bulk of the opening balance is restricted. JK confirmed this is from past sources that we haven't spent yet including for projected Fit-out costs. We may need to go back to some funders to move unspent amounts around.</p>	
Agreed	<ul style="list-style-type: none"> ➤ ACTION: Budget and target group to assess and develop at the costs and charges this side of Christmas, with further input from other trustees (e.g. milling, merchandise etc.). To report to the January Board. 	Mark Sonam Jean Nick and Lucy

Item 5	People/Human Resources:	
People/ Human Resources	<p>Contracts:</p> <p>Jean reported on Abel's contract. He met with Lucy and Jean. She noted his report to this meeting was late but in it he has presented a clear 3-month forward plan for flour milling and has benefitted from the Trade Up course. She recommended extending his contract. Agreed contract should extend to end of January. Review at February Board meeting.</p> <ul style="list-style-type: none"> - Question from Mark: who decides to increase milling days, volunteers etc.? Jean noted they mill for half a day once a week and propose to extend this to a full day. A second day could be possible with an additional lead miller. - Question from Viv: Will Abel's benefit from the Trade Up course feed back to the budget/cost working group. Jean: Yes. <p>Employees:</p> <p>Lucy's contract ends on December 6, but she wants to stay on and develop her role as noted in her paper: Finish the BDM tasks then have more of a General Manager / Chief Operating Officer function and/or focus on the volunteer / membership / community outreach.</p> <p>Agreement that we need a general manager and could employ someone who likes doing the operational function and develop the outreach role if current grant applications come through.</p> <p>Board transition and Chair succession:</p> <p>Chair: Jean noted that Viv has received an application from someone that she has been in discussion with. Viv noted that no other applications were received during the extended</p>	

	invitation deadline, Jean noted that the candidate is keen and would like to shadow chair activities.	
Agreed	<ul style="list-style-type: none"> ➤ ACTION: Retain Abel's contract to the end of January for review at Feb meeting. ➤ ACTION: Abel to present a report update for the January meeting ➤ Extend/complete Lucy's current role until end of March, 2022 ➤ ACTION: Develop Job Description for General Manager / COO ➤ ACTION: Marita, Ann and Abel (or Sonam, depending on Abel's agreement to do this) to interview the Chair candidate within the next two weeks. ➤ ACTION: Jean to ask Abel to be on the Chair interview panel, (Sonam in reserve). ➤ ACTION: Viv to liaise with the candidate to set up the meeting. 	Abel ??? Marita, Ann,Abel Jean Viv

Item 6	AGM 6th October	
	<p>Accounts: Sonam is progressing 2020-21 external sign-off with Nick Cattermole Jean is preparing the Annual report</p> <p>Trustee elections: Three trustees must stand down at the AGM and they could stand for re-election. Liz and Jeff are standing down and not seeking re-election, leaving two vacancies. One more person needs to stand down. Jean stressed that the AGM and election of new trustees is an opportunity for all current trustees to assess their personal commitment to the responsibilities, and requirements of being a trustee. Ann raised the question of the rights of trustees, that she thought to be the same as volunteer rights. In discussion it was noted that all FoWG trustees are volunteers but have the added legal responsibilities of being a trustee of the CIO. Agreed that both zoom and in-person options should be in place for the AGM</p>	
Agreed	<ul style="list-style-type: none"> ➤ ACTION: Viv to circulate the paper setting out the roles and responsibilities of trustees for all to re-assess. ➤ ACTION: Nick to stand down and seek re-election ➤ ACTION: Ann to check the legal rights of trustees 	Viv/ALL Nick Ann

Item 7	Reports from sub-groups	
	Partnerships - One visit by Power to Change on 8 th December, bringing a panel of business community business leaders to BWC Mark will be on hand to host with Jean and Lucy Fundraising – Require more capacity to do funding applications, and would welcome additional sub-group members from the Board interested in gaining experience in this.	
Agreed	Action: Anyone interested in working with fundraising group to contact Viv	ALL to consider

Item 8	Last minutes, AOB etc	
	<p>The meeting noted the maintenance group has not been set up. Noted that this was an urgent action. An Update will be on next agenda Jean noted that the floor in BWC is due to be re-surfaced two weeks before the November open weekend which could put the proposed November open weekend at risk. Tour bookings are not open, but the Walk booking is, so needs resolving. Ideas sought for Christmas market activities. Sonam noted a new food blogger contact. Request to return to in-person board meetings, though timing was not discussed. Marita suggested rotating chair does the notes of the subsequent meeting.</p>	Ann Nick
Agreed	<ul style="list-style-type: none"> ➤ ACTION: Jean to liaise with Ann and Liz about whether to run the open day and Walk, the bookings for the latter currently being open ➤ Any ideas/contacts for Christmas market activities to Lucy. 	Jean Ann Liz All

Next Meeting	Tuesday 9 th November, 7pm	
Chair & Minute-taker	Nick Weedon (Chair), Marita Brown (Minute taker)	