



Minutes	Friends of Windmill Gardens – Meeting of the Board of Trustees
Date	Tuesday 8 th November 2022, 7pm
Location	MS Teams
Present	Board members: Toussainte Reba (TR, Chair), Jean Kerrigan (JK), Viv Whittingham (VW, Minutes), Nick Weedon (NW), Mark Gordon (MG), Edgar Sutcliffe (ES), Ann Lee (AL), Marita Brown (MB). Emma Smith-Bodie (ES-B).

Item 1	Welcome and Apologies:
	The Chair welcomed Trustees, particularly the new Trustees, Edgar and Emma. Apologies were received from Philippa Tudor and Sonam Sikka.

Item 2	Board Matters
a	<p>Roles and Responsibilities: (Board job descriptions and code of conduct previously circulated)</p> <p>Viv reminded Trustees, at this first meeting after the AGM, of their responsibilities. She said that many of the points in the job descriptions and code of conduct related to attitude and approach to the role and the need to be an active member. She reminded Trustees of their collective, as well as individual, responsibilities. For example, legal responsibilities were held collectively while not doing what you said you would do was individual. The Executive Officers had special duties as, for example the Chair had a leading role including supporting and supervising the head of staff. The Vice Chair supported the Vice Chair. The Secretary had to ensure that Board business was conducted correctly and according to policies and the Constitution. The Treasurer was responsible for ensuring the financial strategy and policies were fit for purpose. This post had oversight of financial matters and, although Sarah our bookkeeper was taking on more day-to-day financial matters, that oversight remained. She encouraged Board members to say what training and additional information would be helpful to them to be confident and fulfil their roles.</p> <p>The Chair said that Trustees should support each other and that team building sessions could include more about roles and responsibilities. Marita added that such sessions would ideally be face-to-face. She said that although the Secretary role had been described as administrative, it was more than that as it had a central constitutional role.</p>
b	<p>Review of roles</p> <p>The Chair noted that, since Edgar and Emma had moved into roles leading on Income Generation and Secretary/IT respectively, it was an opportunity to review the specific roles held by current Trustees. She noted that Jean would be stepping down from the Board at the spring General Meeting, that Sonam and Philippa were looking at different roles and that Viv was considering her role going forward. It was noted that recruitment of a new Treasurer was a priority.</p>
c	<p>Board Election of Officers</p> <p>The following were nominated unopposed and elected unanimously:</p> <ul style="list-style-type: none"> • Chair: Toussainte Reba. Proposed by Viv Whittingham. Seconded by Jean Kerrigan. • Vice Chair: Nicholas Weedon. Proposed by Jean Kerrigan. Seconded by Ann Lee • Secretary: Emma Smith-Bodie. Proposed by Viv Whittingham. Seconded by Jean Kerrigan • Treasurer: Sonam Sikka . Proposed by Nick Weedon. Seconded by Emma Smith-Bodie <p>It was noted that Viv would be effecting a smooth handover of the Secretary role with Emma.</p>
d	<p>2023 Meeting schedule (previously circulated)</p> <p>Noted Marita and Viv had devised this schedule and during discussion it was agreed that having the January meeting one week later than usual would allow people time after the break to submit reports, that formal Board meetings would be held every other month ie Jan, March, May, early July, Sept and November, that time would be built in for an in-person board development session (2 hours) at a date and time that works for everyone and that, until park lighting had been sorted out, meetings in the months of January, March and November would be held virtually by MS Teams with other meetings being in person.</p>

All agreed	o Team building days should include consideration of Trustee roles and responsibilities	ALL
	o Recruitment of a Treasurer a priority	
	o Toussainte, Marita, Viv to discuss roles on the Board going forward and make recommendations to the Board	TR/MB/ VW
	o Sonam to update the elected Officers details on the Charity Commission website	SS
	o Mark to ensure updated list of current Board members and Officers put on the FoWG website	MG
	o The new meetings schedule be circulated to Trustees and the Centre booked in as necessary	VW

Item 3	Last Minutes (previously circulated) and matters arising
	<p>The meeting agreed that the last minutes of the September meeting were a true record and noted the only outstanding or partially outstanding actions from previous minutes and not on the Agenda were: (From the July meeting)</p> <ul style="list-style-type: none"> - Ann to circulate link to document on G-workspace recording all sub-group members - Nick to find out about access to reset key so Fire Drills can take place in the Centre <p>(From the September meeting)</p> <ul style="list-style-type: none"> - Nick to create a log of Health and Safety training for staff and volunteers - Sonam to draft an email to the Donor of £2000 for Toussainte to send - Sonam to ensure the Cash Handling and Financial Procedures Policies are fit for purpose - Sonam to effect the transfer of the underspend of restricted funds to the general funds and - increase the FoWG Reserves by £15,000, making a total of £20,000. - Sonam to bring a revised Reserves Policy the next Board - Ann to create a list of new volunteers that have appropriate training to work in the café <p>Matters Arising</p> <p>The meeting noted that:</p> <ul style="list-style-type: none"> - the Annual Accounts and the Annual Report had been late in being posted on the website although they were ready and had been presented at the AGM and that lessons should be learnt from this - at the AGM on October 19th Philippa Tudor, having noticed the £20,000 reference to incoming grants, drew special attention to the NLHF grant amount in thanking Viv at the meeting, which had not been included in the total amount of grant raised. In addition, there was clarification about the number of Board vacancies in the report. - Mark reported the Comms group needs more volunteers, that he is spending time on Wednesdays at the Centre - the volunteer working on analysing events income, Georgia, had concluded they were less about generating income for FoWG and more about community benefit. She had now moved on. - Viv had asked Dean to help progress a Social Impact survey at the Winter Market but he'd not replied - Jean said Jeff's memorial bench would cost about £2k through LBL, leaving approx. £600 for the photography competition. An appeal would go out to make this amount up to £1k.

All agreed	o Outstanding actions from July and September Boards (highlighted above) be brought forward	AL/NW. SS
	o Revised annual report with amended grant income and Trustee vacancies to be circulated with AGM minutes	VW
	o Revised draft accounts to be send round clarifying membership of the Board, and signed off	SS/TR
	o Toussainte to send Mark contact details of a potential Comms Group member	TR
	o Jean to circulate the g-drive spreadsheet that analyses events expenditure and income	JK
	o Nick and Ann to progress Social Impact measurement using QR codes at the Winter Fair	NW/AL
	o Toussainte to share any reports on FoWG liaison with LBL Parks Department	TR
	o In compiling a list of new volunteers who are trained to work in the café, Jean to send link to Ann of list of volunteers who trained	JK/AL
	o An appeal to be organised for £400 to achieve £1000 for Jeff Thomas's photography competition.	JK

Item 4	Other Updates and Reports
a	FoWG Centre Manager report (previously enclosed)

b	<p>The Board:</p> <ul style="list-style-type: none"> - welcomed the purchase of the new volunteer management system and asked if it had wider uses for the organisation - noted that the Well Centre wanted to use the Centre rent-free in its work with young people and after discussion it was agreed because of the social value. Following a question by Ed, the Chair agreed to ensure a transparent process was initiated and shared. The Chair said it was important FoWG work with young people and with CeFL - noted the Events schedule. <p>Risk Register (previously enclosed)</p> <p>#24 noted appropriate reduction of Covid impact score</p> <p>#11 Toussainte reported she had assurance that LBL insurance covered the Centre. She and Jean had reviewed insurance and noted FoWG is covered for injury or death by both LBL and FoWG insurances, employer's liability and personal accident cover.</p> <p>#10 Emma, as IT lead, would take forward GDPR, annual data audit and secure back-up.</p> <p>#12 the Centre Manager had addressed the issue of who had access to entry codes</p> <p>#15 As per item 3 above, Ann is compiling a complete list of trained café volunteers</p> <p>#29 Mill Safety. It was noted that after an initial email from the Chair, Nick would liaise with the millers to address this issue</p> <p>#5 Trustee skills. It was noted that Jean was standing down from the Board at the April GM.</p>	
All agreed	<ul style="list-style-type: none"> o Well Centre booking to go ahead but the Chair to ensure a rationale for free hire is formulated and circulated to Board members o Abel/Catherine to be asked if the new volunteer management system had wider uses for FoWG o Philippa to update the risk register when she has time, as per minutes above o Ann to compile a complete list of trained café volunteers o Emma to take on the role of FoWG IT lead, first looking into urgent GDPR matters, particularly in relation to access to G-drive folders o Toussainte to send an email and Nick to liaise with millers to address mill safety o The Chair to arrange a meeting with Marita and Viv to look at Trustee skills, review and succession plan as per 2b above. 	<p>TR/CH</p> <p>CH</p> <p>PT</p> <p>AL</p> <p>ES-B</p> <p>TR/NW</p> <p>TR</p>

Item 5	Finance	
a b c d	<p>Annual Accounts. Noted agreement to amend as necessary and sign off.</p> <p>Reports (previously enclosed). Noted financial reports up to end of September</p> <p>Reserves Policy Noted incomplete policy that needs completing by the Treasurer</p> <p>Financial Procedures Policy Noted the urgent need for this and the Reserves Policy to be updated before the end of 2022 as the action is overdue from May and April 2022. It was noted that the new bookkeeper was willing to take on more tasks e.g. cash handling and this might have to be factored into the policies. Jean said her role as a signatory should be changed and Mark said he was willing to be one.</p>	
All agreed	<ul style="list-style-type: none"> o To sign off the accounts when amendment made o To submit signed off accounts to Charity Commission along with revisions in Board membership Asap o To complete Reserves Policy details before the end of 2022 and circulate to the Board o To update the Financial Procedures Policy for the final version to come to the January Board, deadline 6th January o To take Jean off as a signatory to the FoWG bank account and add Mark Gordon 	<p>SS</p> <p>SS</p> <p>SS</p> <p>SS</p> <p>SS</p>

Item 6	Strategic Objectives and Business Plan 2023-26 (previously circulated)	
	<p>Marita summarised the presentation given at the AGM and the useful responses to the call-out for comments she had received since then. She said that setting the objectives was a two-way process and that priorities should be attached to individual trustees. The Chair said it was a journey that everyone should go on. Asked how and when this would translate into a plan with costings, Marita said that a realistic action plan would be created with the sub-groups. She welcomed additional thoughts.</p>	

All agreed	o A subgroup of Nick, Viv, Marita and Mark meet to suggest priorities for Years 1,2 and 3.	NW/VW/ MB/MG
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Item 7	Any other business	
	<ul style="list-style-type: none"> - Viv read out the very positive feedback that Penny Steele had received from the organisers of the September Heritage Open House days. - Ann to report to the volunteer subgroup on a useful Heritage Volunteers Group conference - Other attendances at groups included the Chair at the Brixton Neighbourhood Forum and Jean and Nick at the local history society. - Jean said the London Community Fund video should not be shared as one participant had withdrawn her consent. - Jean referred to her proposals (previously circulated) on financial matters (bookkeeper's and treasurer's tasks, line management), and g-drive security (updating group email lists, appointing a GDPR lead and storing confidential information). It was noted that these issues were discussed elsewhere on the agenda and any outstanding matters would be dealt with out of the present meeting. 	

Item 8	Confidential Items (see separate sheet)	
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Next Meeting	Board Meeting on Tuesday January 17th	ALL
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