



Minutes	Friends of Windmill Gardens – Meeting of the Board of Trustees
Date	Tuesday 14 th March 2023, 7pm
Location	MS Teams
Present	Board members: Toussainte Reba (TR, Chair), Jean Kerrigan (JK), Viv Whittingham (VW), Nick Weedon (NW), Mark Gordon (MG), Edgar Sutcliffe (ES), Ann Lee (AL), Marita Brown (MB), Philippa Tudor (PT), Sonam Sikka (SS). Emma Smith-Bodie (ES-B, Minutes).

Item 1	Welcome and Apologies:
	The Chair welcomed Trustees to the meeting. All Trustees were present with no apologies.

Item 2	Last Minutes (previously circulated) and matters arising
	<p>The meeting agreed that the last minutes of the January meeting were a true record and noted the only outstanding or partially outstanding actions from previous minutes and not on the Agenda were:</p> <p>(From the July meeting)</p> <ul style="list-style-type: none"> - 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. - Ann to create a list of new volunteers that have appropriate training to work in the café <p>(From the November meeting)</p> <ul style="list-style-type: none"> - Toussainte to send Mark contact details of a potential Comms Group member - Toussainte to share any reports on FoWG liaison with LBL Parks Department - Ann to compile a complete list of trained café volunteers - Toussainte to send an email and Nick to liaise with millers to address mill safety - The Chair to arrange a meeting with Marita and Viv to look at Trustee skills, review and succession plan as per 2b above. - To update the Financial Procedures Policy for the final version to come to the January Board, deadline 6th January - To take Jean off as a signatory to the FoWG bank account and add Mark Gordon <p>(January meeting)</p> <ul style="list-style-type: none"> - MB & AH to create high-level delivery plan for CMS for next board meeting (14/03/2023) - AH to send a follow up timetable for the process laid out in the proposal. - AH to confirm with Sarah re invoice for VMS Assemble. - Outstanding actions from July, September, November and January Board meetings to be brought forward - 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 - An appeal to be organised for £1000 for Jeff Thomas's photography competition. - VW & ES to review reports for Fundraising income as part of an Income Generation strategy - TR/MB/SS to begin handover note/process & closing off outstanding items - TR to set up a quarterly meeting to review Centre income and Managerial costs with NW & MB - CH Set up a meeting to review Hire Charges with ES, NW & TR <p>Matters Arising</p>

	<ul style="list-style-type: none"> - SS has been working on updating the financial policies with Sarah. These will be reviewed ready to be ratified at the next Board meeting. - JK raised issues with account signatories. SS confirmed that JK and VW would be removed as signatories, with TR and MG replacing those and joining SS and NW. This will be sorted before the April GM. - JK raised issue with getting the Centre Manager CH limited access to the bank account. SS shared there is not an easy way to add CH. JK to resend information about 'authorised user'. It was discussed giving limited access to CH and Sarah (bookkeeper) - VW raised difficulty in developing a Fundraising Strategy without financial information. It was noted that ES has taken over the Link responsibility. - MB noted that the Complaints policy and procedure document review has been concluded. It was noted that a separate folder, with public access, should be created for policies. AL seconded this as it is important for volunteers or other non-trustees to have access. This includes a special area on the website. We need to ensure these policies are up to date. - MB is proposing a new format for policies. Board to look at EDI policy document and confirm use of new format. Will need to put the Complaints policy into this new format. - NW commented that having started work on reviewing the Environmental Policy that all policies made available to the public need to be PDFs. - MG reminded TR of outstanding comms contact action. - JK reported there had been no progress with Lambeth Council with Jeff's memorial bench since the installation quote went up . This will mean a new General Appeal or dipping into reserves. TR noted we want to make an update on this project at the April GM as we made a commitment to it and put a call out to the public.
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All agreed	<ul style="list-style-type: none"> o Outstanding actions from July, September, November and January Board meetings to be brought forward o SS to put bank signatory forms on G Drive for new signatories to complete o JK to resend screenshot to SS about 'authorised user' to SS o Create new folder on the G Drive for policies for public access o ES-B to send Complaints policy document to MB for conversion to the new format o MG & CH to ensure policies are added to the new area of the website o Ensure policies in Volunteers drive and area of the website are up to date o Meeting with Comms subgroup about fundraising general appeal for bench 	<p>SEE LIST</p> <p>SS/TR/ MG/NW</p> <p>JK</p> <p>ES-B</p> <p>ES-B</p> <p>MG/CH</p> <p>AL/ES-B</p> <p>JK/MG</p>
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Item 3	Trustee Reports
.1	<p>Chair Report TR shared a proposal for the April GM. All comments on the proposal to be sent to TR by the end of the w/c 13.03.2023.</p> <p>TR talked through the proposal with the Board.</p> <p>PT noted that it was important to learn the lessons of October 2022's AGM - "boring" things are important and need to be done well such as sharing documentation with good notice, sharing minutes of last meeting and having paper copies of documentation for better accessibility. TR welcomed the comments.</p> <p>JK noted that the Membership increase proposal needs to go to the members for a vote.</p> <p>It was noted that we invite prospective Trustees. MB noted that current recruitment process means we will not have appointed new Trustees but should invite those who are interested.</p> <p>It was noted that we will need all papers ready to share by 4th April, the last possible day for notice.</p> <p>MB commented that with the business plan a work in progress and without new Trustees in place we will not be able to share exactly who is leading on what from our Objectives so we can only share high-level information.</p> <p>AL noted that for accessibility purposes the printed copies should be 12pt font minimum.</p> <p>AL noted that the Chair's Report should be circulated ahead of time for the Board to review; TR noted she was not planning a Chair's Report but a presentation format instead.</p>

<p>.2</p>	<p>JK raised that any member can make a proposal - this will need to be submitted in advance. When we invite members this is something that needs to be shared with them in communications.</p> <p>Financial Reports SS presented the Financial Reports to the Board. SS drew attention to a number of aspects in the YTD vs Actuals report. While most areas are trending at the level we want them to be, key areas of interest are:</p> <ul style="list-style-type: none"> - Grant income at 40% of expected - Sales of Midweek tours and Milling days are not at the level we would want - Did we want to think about increasing the price of weekend tours - At budget on payroll which we might want to increase grant income to cover - We have gone over budget on freelancers <p>JK commented that the budget was unrealistic, and we should acknowledge that this year is our first realistic trading year.</p> <p>JK noted that it would be good to see Income vs expenditure on all lines.</p> <p>JK also noted that all grant applications and income includes coverage for salaries, but we also have the £100,000 from HLF that does not show clearly in these reports.</p> <p>VW asked when we could expect these reports to marry up with the forward budgets for the Fundraising team to use. SS to take this offline with VW & MG. Deadline for this was really yesterday as it is important for grant applications and for the Fundraising team to plan. TR noted that the next business planning meeting to lop in SS and Sarah. VW also suggested that ES be involved.</p> <p>AL commented that the reports show there were no costs associated with the sales of the midweek tours but we give away a guide book that is sold in the shop for £3.50. This and Baking costs that sometimes arise show we need to put costs associated with volunteer week. It is important for volunteers to see their work translated into a monetary value that benefits the charity. JK noted that the guide books were printed for free but recognised that volunteer time had gone into the creation of the content.</p> <p>NW asked which line represented the keyholders - it was noted that line 105 'Self-employed' staff is where keyholder costs are reported.</p> <p>NW also noted that Chris Patton (CP) has asked for an increased budget for merchandise. CP has presented figures to NW that tally with these reports and NW had informally told him he could work to the same budget as last year. NW to speak with SS, Sarah & MG about Chris' budget.</p> <p>TR commented these reports are much better: with better clearer categories they reflected recommendations that were given to us about how to report, and were more streamlined. TR asked for SS' colour coded version for the Business Planning meeting.</p> <p>It was noted that the balance between costs of venue hires vs cost of keyholders was not right. The Business Planning session will drill into this. Trustees to engage with CH & Sarah for this session.</p> <p>TR noted it could be helpful for SS & Sarah to do a cashflow presentation.</p> <p>JK noted that:</p> <ul style="list-style-type: none"> - CH had noted she may have found a cheaper keyholder in her CM report - we will be getting a cheaper and more efficient cleaner for the Centre post-easter - it is important to look at expanding our sales vs the cost of merchandise. if we have to reduce the number of people allowed at events or the events themselves that we need to consider the loss of sales as an impact of that - Sarah has recommended that we do a check - In funding bids we do account for volunteer time and make that clear
<p>.3</p>	<p>It was noted that AL can work with AH to investigate how the VMS can better track volunteer time for SS and future Treasurer to account for.</p> <p>Governance report MB noted that 23rd March will be the next stage of the recruitment process (reviewing the applications) with ES-B and volunteer Robert Adie. Interviews will take place after Easter. MB would like to hold 1 on 1 exit Interviews with retiring Trustees, either by phone or MS Teams. If not possible, she will send a questionnaire.</p>

<p>All agreed</p>	<ul style="list-style-type: none"> o Organise and plan April GM o NW to liaise with others about merchandise budget 	<p>TR/ES-B</p>
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	<ul style="list-style-type: none"> o SS to save and share colour coded YTD Vs Actuals in G Drive o Business Planning session to engage with CH & Sarah over venue hire vs keyholder costs o Cashflow presentation o AL & AH to look at Assemble VMS to track volunteer time o MB to liaise with outgoing Trustees 	NW/SS/M G/Sarah SS TR/MB/ES/ NW/SS SS/Sarah AL/AH MB
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Item 5	Other Updates and Reports	
a	<p>FoWG Centre Manager report (previously enclosed)</p> <p>The Board were happy to accept the Centre Manager (CH) report with a couple of comments and questions:</p> <ul style="list-style-type: none"> - VW raised concern around the issues noted in the CM report around the HLF project and AH delays. Not completing certain activities that are part of the project could risk the grant giver asking for the money back. It was agreed that members of the Board would sit down with CH to look at what support was needed to correct this and what support was needed for AH and his work on the project. - VW suggested that rather than one-off meetings that regular contact with AH could be better for both him and the project. - JK agreed that CH needed support managing AH and that the Board can have influence on this. - AL agreed with the need for support and comments, and wanted it noted that we should consider AH workload for 2 days a week seems heavy. AL noted that what AH has done he has done very well. - It was agreed that to mitigate issues around the events that the process for a premises licence should begin. CH to start that process and the Board to support. The Board recognise that Lambeth Council are making these changes as a result of the O2 Academy incident. - PT wanted to note that CH has commented in report again about safety and the darkness in the park. PT wanted us to acknowledge that we recognise these problems and reassure her we are trying to get that sorted. 	

All agreed	<ul style="list-style-type: none"> o ES-B to liaise with CH & Trustees to meet about HLF support (CH/TR/MB) o CH to start premises licence application o Board to engage with CH around lighting issues 	ES-B CH ES-B
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Item 5	Revised Business Plan (MG & NW)	
	<p>NW reported that he & MG are working on the document with the new priorities and it is still a WIP. There is a capacity issue. MG commented that the delay partly comes from not wanting to copy & paste previous plan and starting the review from scratch.</p> <p>NW & MG need support with</p> <ul style="list-style-type: none"> - Historical stats - Financial strategy - Fundraising strategy <p>VW suggested ES be involved.</p> <p>Other areas like the Implementation Plan they have made good progress with.</p> <p>TR commented that it is now the time to make it a live document, and apologised not coming back with comments as requested. Board will now share responsibility to get this over the line. It will be important for us to make progress with this before the April GM.</p> <p>MG asked from a comms perspective who are the audience and users for this document, over and above the AGM/GM and our members. It would be good to know this to put it into context.</p>	

	TR noted that we have priorities for 12 months plus 3 year planning. This needs to fit into context and we need to define what the Business Plan does and what it is going forward. We will want to present a draft at the April GM, and within it we need to acknowledge the difficult circumstance we and many find themselves in (cost of living crisis, post pandemic). We will also recognise that the council helps too. It is important to see that there is a moving picture and the plan would benefit from yearly reviews. We should preface the plan with a cover sheet that acknowledges the moving picture and difficulties.	
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All agreed	<ul style="list-style-type: none"> ○ Make Business Plan a live document ○ TR & ES-B to meet to plan how to frame this document for the GM 	NW/MG TR/ES-B
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Item 6	Proposal for Membership Fee increases	
	<p>These will be published ahead of the April GM for Members to vote on. MG shared the document with the Board. AL commented that we could put down costs to encourage more members to join. MB noted that it looks like we are undercharging. ES supported the rises proposed. There is a discussion to be had about membership bodies offline</p> <p>TR noted that the benchmarking was helpful, and commented that the life membership could stay the same or increase. JK commented that she felt the Life membership should increase. It was agreed that the Life membership fee would be left until a solution had been agreed.</p> <p>TR commented that she felt the Family/Household fee should be closer to £15 and that £12 felt too low.</p>	

All agreed	<ul style="list-style-type: none"> ○ Meet re membership bodies & fees ○ Paper to be prepared for April GM 	ES/MG ES-B
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Item 7	Impact of Lambeth Council Events guidance	
	This was touched on before in Item 4 and will be discussed offline.	

Item 8	Policies up for review	
	<p>EDI policy - MB has put a draft in the Exec folder. AL commented that she needed more time to review. JK commented that it is vital to have an up to date EDI policy for grant applications such as on we are putting in the park lighting before end of March. It was agreed all comments on the EDI policy to be sent to MB by 25.03.2023. MB to then turn around and circulate for grant application for JK by end of month.</p> <p>It was agreed we had more time to review the Environmental Policy any comments should be sent to NW by 20.04.2023.</p> <p>VW recorded that as the leads for Safeguarding are standing down at the April GM, ES has agreed to being the safeguarding lead. ES will need to review the policies.</p>	

All agreed	<ul style="list-style-type: none"> ○ Send comments on EDI policy to MB by 25.03.2023 ○ Comments to be sent to NW for Environmental Policy by 20.04.2023 ○ ES-B to send ES links to safeguarding policies for review 	ALL ALL ES-B
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Item 9	Unspent grants for transfer to reserves	
	It was previously agreed in Sept/Nov Board meetings to transfer any unspent grant money into our reserves. Sarah has proposed opening a new bank account for these. We have two options - a new separate savings account with our current bank Coop or not physically segregate the funds. SS & Sarah to work on a proposal; SS preference is to change accounts. New Treasurer can then put this in place.	

	VW commented that she supports transferring the unspent grants but we need to ensure the reserves policy is updated.	
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All agreed	<ul style="list-style-type: none"> o SS & Sarah to do a proposal on changing bank accounts. o Ensure updated Reserves Policy is in place 	SS/Sarah SS/Sarah/ ES-B
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Item 10	Risk Register	
	<p>PT ran through specific red areas with the Board to reassess the situation around each item.</p> <ol style="list-style-type: none"> 1. Under people risk 2, the log of Health and Safety training for staff and volunteers remains outstanding. Risk rating unchanged. 2. Under people risk 4 (volunteers), the G-Workspace log remains outstanding. 8 of the 17 new volunteers who joined since September 2022 have been trained but more have joined since (good news, but means this is a work in progress). Risk rating unchanged. 3. Under people risk 5 (dependency on certain trustees) MB and others have the recruitment well underway and a succession plan in place. We agreed to reduce the risk rating to 12 overall. Once the new trustees are in place this could be reduced further. One additional thought – as a Board we have previously agreed a timetable within which trustees should comment on documentation before they are deemed to have been agreed. It would be good to ensure that the new colleagues joining this Spring are informed of this as part of their induction pack. 4. Under people risk 8 (disability and other discrimination) PT recorded that the Board considered a new EDI policy in March 2023. We previously agreed an annual inclusivity exercise. 5. Under people risk 9 (safeguarding) the March 2023 board agreed to appoint ES as Safeguarding Officer. PT has noted this on the risk register. <u>Some further actions are needed, which we did not discuss but in case helpful are as follows:</u> <ol style="list-style-type: none"> 1. <u>Amend the posters in the centre to state the new safeguarding officer, and that ES is covering both children and adults;</u> 2. <u>We have a policy of annual reappointment (excellent practice), which means that the Board will need to have this as a short update item in March 2024;</u> 3. <u>PT suggested that a way of ensuring trustees refresh their safeguarding training – which many/most of us will have done repeatedly in our multiple roles elsewhere – could be to include as a 20 minute item in a board meeting;</u> 4. <u>Should the safeguarding policy be available on the website as a key policy? The privacy policy is (which is good) but in addition to staff and volunteers needing to know about it this would be one of the ways other organisations often advertise key policies which impact external users.</u> 6. Under people risk 10 (information and data) ES-B has done extensive work on actioning GDPR, data audit and secure back-up. This was previously a major risk and it is a great achievement that it is now low. 7. Under property and assets risk 15 (illness due to food etc) PT will update the risk register to reflect JK’s comments that this was ok and a process is in place, whilst also noting her point that some volunteers need to refresh their certification. The list remains outstanding. 8. Under business continuity risk 21 (computers and data) we agreed to reduce the risk, which is now green thanks to ES-B’s work. 9. Under financial risk 25 (payments etc) the various actions agreed in July 2022 remain outstanding. We discussed one quick win, namely agreeing that there should be a list 	

	<p>of staff and their delegated financial authority and authorised signatures (for example Name, amount (eg £500) and their signature – the list in turn needs to be authorised and signed by a lead Trustee such as Chair or Treasurer).</p> <p>10. Under people (windmill – operation of machinery) risk 29 we agreed that this risk is inherently high and is likely to remain red. In terms of mitigations, we discussed concerns about possible lone working, and the need to be firm in calling this out, however well-intentioned. PT suggested a poster-type notice in the Windmill might also help.</p> <p>11. Under people (windmill – fire escape) risk 33 TR asked for this risk rating to be increased (so NB it is now red) whilst we wait for fire alarm testing.</p>	
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All agreed	<ul style="list-style-type: none"> ○ Updates to be made to Risk Register based on agreements at meeting 	PT
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Item 11	April General Meeting	
	This item was dealt with in Item 2; see above for minutes and actions	

Item 12	Any Other Business	
	<p>AL drew the Board’s attention to the first QR Code report created by our volunteer Dean.</p> <p>TR gave thanks to all the Board for their time and energy spent not just in the meeting but all matters.</p> <p>TR gave thanks to SS for the financial updates and for meeting the immediate January targets regarding the Annual report and accounts.</p> <p>TR gave thanks to Marita for leading the recruitment and follow up process</p> <p>TR gave thanks to Nick for his work on the Business Plan</p> <p>TR gave thanks to AL for her work on volunteer training so far this year</p> <p>TR gave thanks to JK for her support to AH on his recent Volunteer Open Day</p> <p>TR gave thanks to PT for all the work she has done on the Risk Register, noting that they will be big boots to fill taking over the register.</p> <p>TR gave thanks to ES-B for her minute taking and ensuring circulation of documents.</p>	

Item 13	Confidential Items (see separate sheet - N/A)	
	TR noted she had an outstanding action from a request from JK regarding previous Confidential matters and would finalise this asap.	

Next Meeting	Board Meeting on Tuesday May 9th	ALL
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