

Porlock Recreation Ground Management Committee

Charity no. 304615

Minutes of the Meeting held at Porlock Recreation Ground Pavilion on Wednesday 19th July 2017 at 6.30pm

Members present: John Healey, Young Sook Joh, Russell Vowles, Nic Vowles, Ivor Jones, Mike Dyer, Jane Thicknesse.

Election of a Temporary Chairman

Russell Vowles was proposed as Chair by Ivor Jones, seconded by Mike Dyer and agreed **nem.con**

1. Apologies

Terry Gable and Andy Woodcock

2. Public Session

Two members of the public were in attendance. Lis Lewis raised two issues:

i. that there were a number of members of the Committee who had property overlooking the Recreation Ground and she was concerned that they could be conflicted with future plans or development of the area. The chair agreed but pointed out that many in Porlock also overlook the recreation ground and that it would be negative to exclude people from the Committee on the basis that they border or overlook it. Their proximity can be positive, providing the interest is declared and managed appropriately when specific decisions need to be made.

Mike Dyer replied saying that under the current constitution members would have to declare an interest and that any new constitution would have a similar clause to overcome this matter.

ii. was there a requirement for members of the Committee to live within Porlock or be on the electoral role? Mike Dyer answered saying that the current constitution was ambiguous on this matter but that throughout its history there had often been committee members from outside Porlock itself. It was however important to point out that Committee members are voted for by local people. Any new constitution would look carefully at this issue to ensure it was clearer.

Lis Lewis thanked the Committee for their time, requested that her points were minuted and the public then left the meeting.

3. Minutes of the Meeting on Thursday 15th June 2017

Amendments

There were no amendments and the Minutes were approved (proposed Young Sook Joh, seconded Mike Dyer) and signed as a true and correct record.

Matters arising

i. The Secretary reported that she had received a note from Terry Gable (unable to attend) asking if some painting could be done to the toilet block before the Country Fair as it was tired and unattractive. Colin Sage had been asked but declined as he felt the block would benefit from some remedial work before re-painting. After expressing an interest, Mike Dyer, said that it was possible that Martin Ball (his brother in law) might be able to do the job. It was agreed that he should be asked. **Action: Mike Dyer**

ii. John Healey enquired whether any quotes for renovating Susan Taylor's house had been received. The Secretary replied that nothing had been received and John volunteered to chase the builders who he had contacted. **Action: John Healey**

iii. All agreed that the new flooring in the disabled toilet was a big improvement and Terry Gable was thanked for her work.

iv. John Healey reported that the kitchen trip switch has been replaced.

4. Correspondence

i. The Secretary reported that she had received an email from Keith Green offering his resignation from the Committee. Although resigning Keith had stressed that he was still very keen to be involved in a practical way and would continue to support various Rec events whenever he was able. A sincere vote of thanks was offered to Keith for his long service to the Rec.

ii. The Secretary informed the Committee that she had received two cheques - £30 from Abbeyfield and £50 from the Church as thank yous for the loan of equipment for their summer events.

iii. Miles Robertson had written to the Committee suggesting that it might be a good idea to use some of the legacy money to purchase a defibrillator for the Recreation Ground. It was agreed that this seemed a good idea but more detail was required. The Secretary volunteered to ask Miles Robertson if he might be prepared to provide more information and, as he had already been involved in purchasing and setting up two defibrillators, to possibly help with the project in due course.

Action: Secretary

5. Future Structure and Limiting Trustee Liability

i. Russell Vowles informed the Committee that he and the Secretary had made some useful progress with Stone King Lawyers including their very strong recommendation that the Charity becomes a Charitable Incorporated Organisation (CIO). This was particularly in view of Trustee Liability. Stone King stated that although insurance cover can go far in reducing the personal liability of Trustees, it may not cover every eventuality. If the Charity was to remain unincorporated but use increased insurance, in the event of a claim, the claim would be brought against the Trustees in their individual names, against their personal assets. This is likely to cause significant stress and claims made to insurance companies to reclaim any losses.

ii. A discussion about some of the points in Principle for the new constitution then took place.

iii. Russell Vowles reported that the approved half day of paid work from Stone King had now been used but there was clearly more work to be done, particularly around the new constitution. He said that he had spoken to another recommended firm of lawyers, Veale Wasborough Vizards (VWV), about the issues that were trying to resolve. This was in order to do a comparison with Stone King and to ensure the right legal advice was selected. He referred to the Legal Advisors Evaluation document (Appendix A) which had been circulated prior to the meeting and then proposed:

The Trustees of Porlock Recreation Ground Management Committee (Registered Charity Number 304615) resolve to appoint Stone King as legal counsel.

Proposed

Having been seconded by Ivor Jones, the Resolution was passed 8 in favour (including a proxy vote for Terry Gable), 0 against, 0 abstentions.

iv. Having appointed Stone King as legal counsel a further resolution was proposed to commission further work from legal advisors

The Trustees of Porlock Recreation Ground Management Committee (Registered Charity Number 304615) resolve to spend up to £6000 (ex VAT) on legal work to include:

- 1. The review of matters regarding the dissolution of Porlock Recreation Ground CIO (Registered Charity Number 1171610)**
- 2. Construct a new constitution for Porlock Recreation Ground and carry out procedures to incorporate as a CIO.**
- 3. To provide advice on transfer and future protection of assets and liability.**
- 4. To provide legal clarification on investment policy.**

Proposed Secretary, seconded Nic Vowles, 8 in favour (including a proxy vote for Terry Gable), 0 against, 0 abstentions. The resolution was passed.

6. Susan Taylor Legacy – short term investment of funds while legacy ideas are evaluated

i. Russell Vowles explained that there is a legal requirement to have an Investment Policy before we can invest the legacy money. Church House had provided an example which he had studied along with another example from Ruffer Investment Company and the Charity Commission investment policy. As a result he had drawn up a policy specifically for the Recreation Ground. This had been circulated to members of the Committee, along with the Church House example. It was proposed by Mike Dyer, seconded by Young Sook Joh and agreed **nem.con** that Russell's version should be adopted subject to legal agreement from Stone King. Action: **Russell Vowles**

ii. A discussion following the visit of Church House Investment Company took place. It was agreed that the visit had been extremely useful and subsequent clarification of the detail acceptable. The Committee agreed that Church House had been responsive, approachable and understanding of the short term investment plans. (Russell Vowles reported that he and Young Sook had been to visit another investment company, Ruffer Investment Company, which they had found interesting but not as suited to our requirements.) The Committee agreed that, subject to legal approval, a resolution would be circulated for a vote on approaching Church House as the Charity's Investment Managers.

7. Amendment to Governing Document

It had been agreed at the previous meeting that a new rule should be made to remove ambiguity and enable a permanent Chairman, Treasurer or Secretary to be appointed at any Committee Meeting. Legal advice on the correct wording has been sought and reads

**THAT under clause 19 of the Governing Document, the same document be amended by deleting the present clause 9(2) and replacing it with the following new clause 9(2):
"The Committee may, at any General Meeting, elect one of their number to fill a vacancy in the office of Chairman, Vice Chairman, Treasurer or Secretary. The period of office shall commence at the end of the meeting at which the officer is appointed and shall continue until otherwise resolved."**

The wording of the Present Clause 9(2) is:

A casual vacancy in the office of Elected Member may be filled by the Committee and the period of office of a member appointed to fill such a vacancy shall commence at the end of the meeting at which he is appointed.

Russell Vowles proposed that the resolution was accepted. Seconded by Ivor Jones. Approved **nem.con**. Action: **Secretary**

8. Country Fair

- i. Nic Vowles gave an update on the current status of the 2017 Country Fair.
- Currently a similar number of stall holders to last year.
 - 2000 programmes, 100 A4 posters, 80 A4 laminated posters and 100 A5 posters had been printed by First Digital had been printed. Secretary to organise distribution. Action: **Secretary**
 - Volunteer numbers were looking good with rotas done.
 - Set up was planned for Friday 4th from 2.30-8pm (PFC after work)
 - Entry fee £1 for this year only.
- ii. A discussion took place about raising money for the local Bus Fund by having separate buckets on the gate and asking people for a contribution. It was agreed that this would be a good plan, showing

support for the village. Volunteers on the gates are to be asked to use the following wording when explaining the reduced entry fee and extra buckets:

"This year, in acknowledgement of the Susan Taylor Legacy, the Recreation Ground management Committee has reduced the entrance fee from £3.50 to £1. If you would like to donate to a local charity we are supporting the Porlock Bus Fund which aims to keep the bus service to and from Minehead running."

iii. It was suggested that an additional gazebo would be a useful asset. Mike Dyer informed the Committee that a 6 x 3 m pop up gazebo (without sides) could be purchased for £479 inc VAT and carriage. It was agreed **nem.con** to order. **Action: Mike Dyer**

9. Children's Play Area

i. It was reported that the annual safety inspection report showed some significant changes to previous reports. This report had been done by a company (organised by West Somerset Playing Fields Association) who had not inspected the playground before. It was suggested that after the refurbishment work had been completed that RoSPA, who had done previous inspections, were invited to re-inspect. This would provide a comparative report to previous years and enable further decisions to be made. The cost for this additional report would be approximately £225 +VAT.

Proposed Mike Dyer, seconded Russell Vowles and agreed **nem.con**. **Action: Secretary**

ii. Having recently replaced the swing seats it was proposed that the chains should also be replaced. Proposed Mike Dyer, seconded Ivor Jones, and agreed **nem.con**.

iii. Russell Vowles reported that West Country Blacksmiths had almost completed the refurbishment work on various pieces of apparatus within the CPA and that they had done an excellent job. Although not included in the original quote they had painted, free of charge, the underside of the slide as the fibreglass was coming off. They suggested that the turret also required doing. This would be £200 +VAT due to purchasing more paint and having to erect scaffolding. Proposed Mike Dyer, seconded Nic Vowles and agreed **nem.con**. **Action: Russell Vowles**

10. Grounds Maintenance Equipment

i. Mike Dyer reported that he had done some initial investigation work on the way forward with new grounds maintenance equipment. He suggested that a first step would be to sharpen the blades on the rotary mower and cut the grass more frequently to see if this improved the finish. If this did not help he advised that there were excellent re-conditioned gang mowers available. He also suggested that an aerator was hired, rather than bought, to see if this would help to improve the quality of the pitches. Mike Dyer offered to sharpen the blades. **Action: Mike Dyer**

ii. Ian Cape had reported that there was a diesel leak when the tractor was running. Mike Dyer offered to have a look to see if he could identify the problem. If unable to solve, it was agreed to get the tractor looked at. **Action: Mike Dyer**

11. Treasurer's Report

i. The Treasurer provided the accounts for the period from 23 May to 15 July. The balances were as follows:

Current Account: £7,108

Asset Replacement Fund: £14,671

Playground Replacement Fund: £10,004

Legacy: £400,000

ii. The Treasurer asked the Committee whether she should be transferring money from the Playground Replacement Fund to cover the costs of all the work that had been carried out in the CPA this year. It was agreed **nem.con**

iii. The Secretary reported that the rules for when it was required to use a registered auditor had changed. The upper limit had been increased to £1M. Under this amount an independent auditor (approved by the Charity Commission) can audit the account. This is likely to be considerably

cheaper. Nick Shattock has offered to help prepare the accounts but will not be able to do the audit itself so the Treasurer will investigate other possibilities. **Action: Treasurer**

13. AOB

i. Ivor Jones mentioned that the Air Ambulance are looking for possible sites for night time landings. These are likely to need emergency lights. It was suggested that this might be a good idea but that more information was required. **Action: Ivor Jones**

ii. The Secretary reported that she had been asked if the Tennis Court could be privately hired. It was agreed that this was possible at a cost of £30 for half a day, £50 for a full day. **Action: Secretary**

iii. The Secretary had been asked whether a group of home educated children who regularly use the pavilion could carry out painting/craft within the building. It was suggested that an alternative would be to set up a marquee/gazebo with trestle tables and chairs. **Action: Secretary**

Date of Next Meeting

Wednesday 6th September at **6.30pm**