

Porlock Recreation Ground Management Committee

Charity no. 304615

Minutes of the Meeting held at Porlock Recreation Ground Pavilion on Thursday 15th June 2017 at 7.30pm

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

Election of a Temporary Chairman

Russell Vowles was proposed as Chair by Young-Sook Joh, seconded by Ivor Jones and agreed **nem.com**

1. Apologies

Steve Spurrier and Keith Green. The Secretary had been informed that Terry Gable would be joining the meeting at 8.00pm

2. Public Session

Members of the public were in attendance to discuss the future of the Charity.

Appendix 1 - Summary of the discussion.

Appendix 2 - List of those in attendance.

On completion of the Public Session Mike Dyer expressed his thanks to the Chairman and Secretary for all their time and effort during the last few weeks.

4. Minutes of the Meeting on Wednesday 24th May 2017

Amendments

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

Matters arising

- i. The Secretary reported that she had made no progress with following up the MUGA resurfacing work but would persevere. **Action: Secretary**
- ii. The Chairman reported that he had spoken to Emma giving the terms and conditions to run Dog Agility courses on part of the Recreation Ground. The trial period will commence shortly, once dates have been sorted to avoid conflict with parking for Bowls Club Matches.
- iii. No progress had been made with the job description and advertisement. **Action: Secretary**
- iv. Letter box work not yet completed. **Action: Keith Green**
- v. Terry Gable reported that she had received advice that the disabled toilet floor should either be contract flooring or ceramic tiles. After discussion it was proposed (Mike Dyer), seconded (Secretary) to accept the quote of £390 to use contract flooring. Agreed **nem.com** and Terry was asked to instruct Chris Ball to carry out the work. **Action: Terry Gable**
- vi. John Healey reported that a quote for the painting of the toilet block had been done previously and should have been sent to the Secretary. It had not been received and he will pursue. **Action: John Healey**
- vii. The kitchen trip switch has not yet been replaced. **Action: John Healey**
- viii. West Somerset Blacksmiths had provided a quote of £30 + VAT to weld a tractor bracket. The quote was accepted **nem.com**. **Action: Russell Vowles**
- ix. Work on the gate and entrance in Parsons Street is due to start the week commencing June 19th.
- x. Refurbishment work on the CPA has commenced. The Secretary reported that the replacement swings had arrived from Wickstead and would be fitted during the refurbishment work.

5. Correspondence

i. The Secretary reported that Porlock Carnival Committees had written to thank for the loan of the tent, tables and chairs for the Duck Race event. Over £2500 had been raised.

6. Charitable Incorporated Organisation

The Chairman reported that since the last meeting he and the Secretary had managed to obtain some pro bono legal advice from Stone King, specialist charity lawyers. They advised that a CIO is definitely the way forward because of it being a more modern document and also removing the personal liability for Trustees. They had also advised that it was possible to have a hybrid model which could be personalised for an individual charity but this would require legal advice and would incur expenses. Mike Dyer asked whether such a CIO could mirror the existing Governing Document to which the Chairman replied that was his understanding. He went on to say it would probably cost in the region of £4 - 5,000 for a new CIO to be drawn up.

A discussion took place during which various points were made including:

- The importance of the new CIO ensuring there will be local representation in terms of voting for Trustees. This must be equal to or better than what exists in the current Governing Document.
- Consider including Porlock Parish Council as retaining a role in major decisions
- Permanently endow the remainder of the Recreation Ground land.

The Chairman requested permission from the Committee to return to Stone King lawyers for advice on the next necessary steps (half a day of paid time). This was agreed **nem.com**. **Action: Russell Vowles and Secretary**

7. Amendment to Governing Document

i. The Chairman reminded the Committee that at the last meeting it had been agreed that a new Rule for the Governing document would be written allowing decisions to be made out of committee by email or in writing. The new Rule had been circulated to the Committee

"By resolution in writing or electronic form agreed by the majority of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more charity trustees has signified their agreement. Such a decision shall be made by majority and by a quorum of the committee (The quorum is two charity trustees or the number nearest to one third of the total number of charity trustees, whichever is greater). Such resolutions shall be distributed to all trustees with voting rights who will have 7 days **(from the date and time of the communication) to inform the Secretary of their agreement or disagreement**. Those responding will be considered as part of the quorum. Additionally, within the 7 day voting period a trustee may inform the Secretary that they wish to veto the resolution thereby forcing the decision to be made at a meeting of the charity trustees."

Proposer: Russell Vowles Seconder: Mike Dyer. Agreed nem.com

ii. Following the last meeting legal advice had been sought over the wording of the Governing Document and the appointment of a permanent Chairman. As the wording is ambiguous it was suggested that a new Rule should be made enabling a permanent Chairman, Treasurer or Secretary to be appointed at any committee meeting. Legal advice would be sought for the correct wording but for the time being a temporary Chairman would be elected at each meeting. **This was agreed nem.com Action: Russell Vowles and Secretary**

8. Country Fair

- i. Nic Vowles reported that the recent Country Fair sub-committee meeting had been successful. Emails had been sent to all volunteers from last year and responses were beginning to arrive. However there will probably be a need for new ones – Committee Members were asked to encourage people to get involved and let Nic Vowles know details of new volunteers. **Action: All**
- ii. The main attraction, Falconry, had been confirmed.
- iii. Catering arrangements to be followed up, including Jan at Home Cooked Food and Meryl's offer of a vegetarian outlet. **Action: Nic Vowles**
- iv. At the sub-committee meeting Mike Dyer had suggested that in view of Susan's Taylor's support for the Autistic Society, any sponsorship money should be given to this organisation. This was agreed nem.com **Action: Secretary**
- v. It was requested that the insurance situation for both the Country Fair and Rec Fest was checked. **Action: Secretary**

9. Susan Taylor Legacy

- i. The Chairman reported that he and Steve Spurrier (as Team Co-ordinators) had met and decided that it was important to have a set of higher objectives for the legacy. A list had been started and it was suggested that this should be circulated to allow other Trustees to add further objectives and then to list them in order of importance. This would result in a small number of top objectives which could then be circulated to the community for their input and then a 'Mission Statement' drawn up **Action: Russell Vowles, Steve Spurrier.**
- ii. The Chairman reported that he and the Secretary had recently attended a brief meeting with Church House Investment Management Company, specialists in the charity sector. The meeting had been useful and included discussion about possible methods of investment and risk. Church House had offered to prepare a proposal, come and give a full presentation to the Committee which would include guidance on how to decide on the scale of risk the Committee would be prepared to take. It was agreed to follow up with Church House once their proposal had been received. **Action: Russell Vowles and Secretary**

10. Grounds Maintenance Equipment

The Secretary reminded people that this was an item postponed from the last meeting. However, because of all the other work no progress had been made and she requested a volunteer to take on the task of talking to Ian Cape about possible equipment and then doing some further investigation. **Action: Mike Dyer**

11. Treasurer's Report

- i. The Treasurer provided the accounts for the period from 1 March to 23 May. The balances were as follows:
Current Account: £7,133
Asset Replacement Fund: £14,654
Playground Replacement Fund: £10,006
Legacy: £400,000
- ii. The Treasurer informed the Committee that payment had still not been received from ESF and she would be sending a second reminder. It was suggested that next year either money was asked for up front or interest charged on late payment. **Action: Treasurer**
- iii. The coin counter had been checked but will not separate the new £1 coin from 10p coin. It was agreed that with possible other new coins coming into circulation it would be worth delaying buying a new machine immediately.
- iv. In view of the amount of the legacy from Susan Taylor and transformation to a CIO, Nick Shattock, accountant, will be unable to deal with the 2017 accounts as this will have to be done by a

registered auditor. Amherst and Shapland in Minehead are able to do this work. The Treasurer reported that she will follow up and report back to the next meeting. **Action: Treasurer**

13. AOB

i. Ivor Jones offered his congratulations to the Chairman for his excellent performance during the Public Session of the meeting

ii. A confidential discussion took place about advice required from specialist charity lawyers.

Date of Next Meeting

Wednesday 19th July at 7.30pm