

## Minutes of the M6 2021 Trustees' Meeting

<b>Venue</b> Audio Call from R&B	<b>Date</b> Tuesday 8 <sup>th</sup> June 2021
<b>Trustees Present</b> Emma Welch Ian Matheson Nick Daisley	<b>Also Present</b> Brian Mildenhall

### Welcome.

Emma welcomed everyone to the meeting.

Apologies received from Karen English, Kathryn Worthington, Lorraine Needham, Jess Day

### 1. Minutes of the previous meeting considered for accuracy and Matters Arising.

Minutes from the Meeting M5 (May 2021) were agreed and ratified by trustees present. These can be moved to the 'Approved Folder' in Dropbox and published on the website.

**Action Emma**

#### Matters Arising

Seven projects were addressed, six are on-going and stay on the progress sheet to be reviewed at subsequent meetings. Associated actions are on the Progress Sheet

**See Appendix A**

One item is complete and was removed from the Progress Sheet: Annual Report and Accounts is now signed off by trustees (See section 2 of the minutes).

#### Conversion to charity incorporated organisation CIO (Trustee Discussion)

Following the circulation of an update by Jess the trustees discussed the current situation and weighed up the benefits of converting against the work that appears to be involved. Jess has once again been advised differently by the Charity Commission and it now appears that further resolution and more paperwork is required.

Currently Root and Branch is a charitable company reporting to the Charity Commission and Companies House. The trustees decided that this reporting system, one that we are now used to, is not onerous. We pay a small fee of £13 per year to report to Companies House, the Charity Commission reporting is free of charge. Occasionally we need to make sure that we comply to both company and charity law, but these occasions arise rarely. The trustees agreed that whilst CIO status would be ideal, it was not worth the administrative work involved. The

trustees present at the meeting agreed that the best option was for Root and Branch to remain a charitable company for the time being, whilst keeping the recent changes to our own constitution that have made our own reporting simpler, (these changes were voted for by members at the 2020 annual general meeting). Emma will circulate this decision to other members of the board and discuss with Jess.

**Action Emma**

## 2. Financial Update

Brian reported that the finances at the start of this year are healthy, we have received the first tranche of money from the lottery grant.

The trustees read through the annual report and accounts, prepared by Lorraine and Brian with input from Nick. All trustees agreed that the annual report read well and was a true reflection of the last financial year. The trustees agreed to sign this document off, it can be completed by Tom Case and filed with Companies House and the Charity Commission.

**Action Lorraine**

## 3. Operational Review

The trustees all expressed their support for Karen while she takes some leave and thanked Rebecca Brain for standing in this month. Ian remains in contact with Karen to offer support during this time.

### **Insurance and Lease review**

Our insurance is not up for renewal until October 2021, Emma and Joanna checked paperwork in the office and our insurance provider had given six months free last year during the pandemic. Emma will move the renewal of insurance on the rolling agenda to September going forward.

**Action Emma**

Our current lease is halfway through its 10 year agreement. On the 24th of June a review of the rent is required with our landlord Adam. Emma has been in touch with Adam and agreed to have this rent review later this month.

**Action Emma**

**Plant Sale**

The plant sale raised over £1400. It was well attended and very successful. Despite some challenging weather Becky kept the sale open until 2:00 PM as planned, with the help of a fantastic group of volunteers. Becky is planning another smaller sale later this month, on the 20<sup>th</sup> June, to sell the remaining stock.

**Decisions**

The trustees agreed that it would be appropriate for Becky to approach the Vale of White Horse Lottery for funding.

The trustees agreed that a barbecue for volunteers later in the summer could be organised by staff at the project.

An annual summer two week shutdown, for the final two weeks of August was approved by the trustees. Several of the staff have already booked this time off as holiday. Staff wishing to work during the shutdown will be able to use this time for administrative purposes.

## 4. Governance Policies and Strategy

**Trustee Recruitment**

We currently have received expressions of interest from five potential new trustees. Lorraine has circulated CV's and Expression of Interest forms to all trustees.

One individual has sat in on a meeting already and one has already visited the project. Emma is showing another individual around the project later this week.

The trustees agreed that all potential candidates should be invited to the project for an informal visit, as a first step. Then, any trustee wanting to take their application forward following their visit, should then be invited to sit in on a meeting and finally be interviewed more formally. It was agreed that the potential trustee who has already visited the project should be invited for interview.

**Action Emma and Lorraine**

The trustees agreed that whilst it is possible to have one or two board members who are remote (living some distance away from the project), the majority of trustees on the board ideally should be more local.

## 5. Fundraising

Nick presented to the trustees and reported the following:

The JustGiving page is now up to over £2900, Nick will update it this summer.

Nick met with Rebecca Brain on the 28th May to offer his support and discuss fundraising ideas going forward. Becky presented lots of ideas and is chasing some larger grants this year. Nick has asked Becky to liaise directly with Jane Selman from Lloyds on the enhance project. In the first instance Nick will set up a meeting for the three of them in early July

Becky and Nick also have discussed an online funding database and Becky would like to build on our current mailing list. The trustees agreed that there should be a 'subscribe to mailing list' button or message on the homepage of our website and Nick will ask Joanna to add this. To be GDPR compliant, subscribers will only be asked for their name and email address and can unsubscribe at any time.

The trustees agreed that it would be useful to invite Becky to the August meeting, when Kathryn will be presenting the marketing plan. We will ask Becky to present a fundraising plan alongside Kathryn's report.

There have been no updates from the professional fundraisers this month, but Becky is comfortable working with them and would like to focus their attentions onto specific projects. The trustees agreed that this was a good way forward.

Becky had raised the point of allocation of funds, asking that it could be important to allocate restricted funds to ongoing projects when presenting to potential donors. The trustees discussed the importance for the charity of maintaining a small reserve, and that this reserve could be kept in the second bank account. Nick will continue these discussions with Becky.

The trustees all agreed that Becky should feel supported and able to approach any trustee at anytime via phone or email to clarify any situation, Emma will reiterate this when she visits the project this week.

Already it is appearing incredibly valuable to have Rebecca on board as an internal fundraiser, the trustees thanked both Becky and Nick for their ongoing work with fundraising.

**Action Nick**

## 6. Date of Next Meeting

The next meeting of the Trustee Board will be on Tuesday the 13<sup>th</sup> July 2021 at 6:30 pm. This will be set up on Microsoft Teams.

**Action Emma.**

### **Preparation required :**

Rolling agenda items will include a review of the strategic plan and preparation for the AGM

**Action Emma**

The Safeguarding Review and the Monitoring and Evaluation review will be action by Karen if she feels able.

The trustees agreed that the 13th of July meeting would happen online on Teams, with an aim that the August trustee meeting should be a face to face meeting at Root and Branch. Whilst the board agreed that there will always be a use for online meetings, especially during winter months, it would be ideal to get back to face to face meetings in the warmer summer months once locked down restrictions have been fully lifted.