

## EXETER ST JAMES COMMUNITY TRUST LTD

MINUTES OF THE BOARD MEETING HELD AT 15 POWDERHAM CRESCENT EXETER ON TUESDAY 22 JANUARY 2019 AT 10.30AM

Present: Robyn Connett (RC), Paul Layton (PL), Beth Osment (EO), Rebecca Bower (RB), Harry Temple (HT)

RC took the chair.

1 **Apologies:** none.

2 **Conflict of Interest:** none.

3 **Minutes of the Board meeting held 30 October 2018**

(a) Approved.

(b) Matters arising: none.

4 **Governance Issues**

(a) Wessex Model Rules:

Alison Ward (AW) of Wessex Community Assets (WCA) had contacted PL to explain it had been discovered that the Trust's statutory asset lock (Rule 34) was incompatible with charitable status and that HMRC had erroneously granted the Trust tax exemption. PL and RC met with AW on 8 January to consider the issue (separate report appended).

Three options emerged:

- do nothing
- delist as a charitable organisation with HMRC
- set up a new society.

Directors resolved to reject options 1 and 2 and unanimously agreed to pursue the third, setting up a new society.

It was noted that WCA would cover all reasonable costs involved in the transfer of engagements to a new society. PL to contact AW who had undertaken to seek legal advice from Co-ops UK concerning the way forward.

(b) Risk Register (RR):

All aspects of the RR were considered; RB undertook to be responsible for routine updating.

(c) AGM:

The Board resolution passed as amended was noted:

Members who fail to maintain contact with the Trust or who do not respond to a written request for information will, after a period of 12 months, have their shareholding ignored as far as the requirements for a quorum are concerned.

The shareholding of such members will remain on the register from an accounting perspective only.

In view of the uncertain future of ESJCT Ltd it was decided that no action be taken in this matter pending further advice from AW concerning the establishment of a new society.

## 5 Membership Issues

(a) Applications: none.

(b) Seal: n/a

(c) Communication

(i) Newsletter: the latest edition of "ASJ" had been well received; a new editor and person to secure advertising for 2019 were required.

(ii) Website: RC and PL would meet to endeavour to get the new website up and running.

(iii) PL undertook to email members with news ahead of further work in QCG.

## 6 Financial Report

(a) Transactions to date:

		<u>credit</u>	<u>debit</u>	£	
B/f				109,299.09	
30/10/18	FCA		67.00	109,232.09	Regulatory fee
6/11/18	COIF		45,000.00	64,232.09	Investment
13/11/18	D Lott		105.00	64,127.09	GDRP /Web upgrade
20/11/18	ESJF	52.50		64,179.59	50% contribution
22/11/18	ECI	15.00		64,194.59	Advert
23/11/18	LDA Design		5,400.00	58,794.59	QCG professional fees
28/11/18	Colin Hardy		402.07	58,392.52	Ansvar insurance
	DCC	5,286.00		63,678.52	Invest in Devon Grant
4/12/18	Colin Hardy	44.52		63,723.04	Ansvar rebate
6/12/18	AGM	18.00		63,741.04	Refreshments
18/12/18	S Farley		5,900.00	57,841.04	QCG
21/12/18	Stormpress		323.00	57,518.04	ASJ
31/12/18	A Bindley	25.00		57,543.04	Advert
3/01/19	P Layton		31.20	57,511.84	Secretary's expenses

(b) Insurance costs:

PL had contacted Colin Hardy regarding inaccuracies in the Ansvar policy schedule which had been corrected and a rebate of £44.52 secured. Nonetheless the high cost

of the premium was questioned especially as cover currently exists only for those volunteers who are Trust members. RB undertook to consider alternatives including cover offered through the RHS and National Community Land Trust Network.

(c) Financial statements (previously circulated):

The following matters were noted - £45,000 invested in the Charities Investment Fund (COIF) was expected to yield income each quarter commencing March 2019; unrestricted funds stood at £1,010 and restricted funds (all QCG) at £101,533.

## 7 **Queen's Crescent Garden**

The QCG PT Report of 15 January 2019 was received. The following matters were highlighted:

(a) Trees – tenders had been sought (to include removal of the Western Red Cedar) for work detailed in the arboricultural report; Exe Tree Care's quote, inclusive of VAT, of £3,774, was successful; work to commence 11 February; it was agreed that wood should be advertised for disposal locally in return for donations to the Trust, HT to co-ordinate.

(b) Next phase of regeneration – tenders, a condition of the Grass Roots Funding, required before proceeding with further work; awaiting notification from LDA regarding the status of planning application for interior paths/hardstanding.

(c) Funding – RC referred to the HLF Resilient Heritage Strength Checker, a probable prerequisite for applications to HLF and of relevance to the Trust and its capacity to carry out its functions; Peter Hearn (ECC) advised completion of a Project Enquiry Form prior to making application and offered to assist with meeting local HLF representatives; PL stated that DCC had approved a further £2k Invest in Devon grant.

(d) Budget – it was agreed that rather than estimating costs in a phased or piecemeal manner a total budget for completion of the entire project was desirable; EO undertook to ascertain an updated figure from LDA.

(e) Lettings – HT currently leading consideration of a booking form to complement a lettings policy being developed by the PT.

(f) Litter Picking – RC to organise a rota; each PT member responsible for a group; agreed to purchase additional litter picking tools at reasonable cost.

## 8 **Exeter Community Forum**

PL agreed to circulate the letter, signed by community groups seeking a meeting with Jo Yelland (Director of Strategy), which had been sent to ECC following its marginalisation of ECF in the community grants process.

## 9. **Date of Meeting**

The next meeting of the Board: Tuesday 12 March 2019 at 10.30am.

## 10. **AOB: none.**

The meeting closed at 12.05pm.