

## SWALCLIFFE VILLAGE CHARITY MINUTES FROM MEETING 5<sup>th</sup> September (6.30pm)

**Present:** Nico Borkmann (NB), Martin Collett (MC), Kate Foley (KF), Ian Purvey (IP), Laura Holloway (LH), David McLindon (DM), Peter Riordan (PR)

**Apologies:** Steve Gandy (SG)

Agenda	Actions
<p><u>Welcome:</u> MC welcomed everyone present and thanked LH and IP for hosting. He recorded apologies from SG.</p>	
<p><u>Declarations of interest:</u> It was noted that MC was a member of the Parish Council and KF was a member of the Village Hall Committee.</p> <p><i>[Post meeting note – Trustees to complete formal Register of Int. Forms if any relevant interests exist]</i></p>	<p>MC to circulate in advance of next meeting</p>
<p><u>Minutes of the last meeting:</u> The minutes of the last meeting were reviewed and agreed as an accurate record.</p>	
<p><u>Matters arising:</u> Agreed actions were noted as having been completed or appearing on the main agenda except for that relating to the insurance of the Village Hall by the Parish Council and expiry of existing arrangements. MC to discuss with SG.</p>	<p>MC to discuss Village Hall insurance with SG</p>
<p><u>Electronic decision relating to charitable objects:</u> Trustees noted that an electronic decision was taken to amend the objects within agreed articles following Charity Commission advice at the point of registration. These objects comparable with those originally anticipated. The Trustees formally ratified this decision. MC confirmed that he had retained responses so that there was an audit trail should this be needed.</p>	
<p><u>Charity Commission registration and engagement:</u> MC confirmed that the Charity had officially been registered and that Trustees had been made aware of this already. It was noted that the process of registration was relatively smooth. The charity number had been previously circulated and is in use. Details of the Charity now appear on the Charity Commission website. MC confirmed that both he and PR had login access to the Charity Commission website and had populated details as far as they can be currently. These included details of all Trustees. Further financial details need to be added consistent with HMRC requirements once the banking arrangements have been established.</p> <p>There had been no further contact from the Charity Commission post registration, and none was expected. The next engagement would be once and formal returns were necessary – MC and PR will be alert to these. The Charity year end was noted as 31<sup>st</sup> March.</p>	<p>MC &amp; PR to complete outstanding information once it is available.</p> <p>MC &amp; PR to keep an eye on the timing of any returns and consult with Trustees accordingly.</p>
<p><u>Policy Governance:</u> – MC drew the Trustees attention to the report relating to this item. Discussion ensued on the need to have an</p>	

appropriate suite of policies that both delegate tasks and provide a framework for decision making and managing risks. Trustees had discussed the suite of policies at the July meeting and noted that a Communications Policy should be added, they noted that this has now been uploaded to the online folder where all policies were made available for review. Following this discussion the Trustees agreed the following policies, noting that they would need to review some further as activity evolved and based on learning from their work. They also felt that to be consistent with transparency aims, all Charity Policies should be published on the website.

Policies approved.

- Conflict of Interest Policy
- Code of Conduct
- Board Membership & Recruitment Policy
- Chair's Role Description
- Donations Policy
- Financial Management & Control Policy & Procedure
- GDPR Policy
- Privacy Policy
- Grant Making Policy
- Health & Safety Policy
- Safeguarding Policy
- Treasurer's Role Description
- Volunteers Policy
- Communication's Policy

DM to create webpage and publish policies. Privacy Policy to be linked clearly.

Banking, budget, and insurance: – PR updated Trustees on progress with setting-up an bank account with Natwest. Trustees noted that it seemed that all input from them individually had now been received and the next step would be for the bank to complete the set-up process and issue account details. The timeframe for this was not clear, but it was hoped that the set-up would be completed by the end of September.

Specifically, the Trustees noted and agreed the following wording provided by PR as Treasurer, the content of which was read in full and appears as follows:

- *The trustees have agreed the following:*
- *the Cardholders (who are also Authorised Signatories to the bank account) are authorised to request and be issued with Debit Card(s) and/or Debit Card details (including replacement cards, card details and security details) for use in relation to the operation and the giving instructions in relation to the bank account. The trustee signatories are Martin Collett, Steve Gandy, and Peter Riordan.*
- *the Signing Rules contained in the mandate provided to operate the bank account be supplemented (but not replaced) by the additional Card Transaction Authorisation Rules which will apply to the operation of the bank account using a Debit Card or Debit Card details. The current mandate to operate the bank account shall accordingly continue as supplemented and amended. Two signatures are required for any on-line transaction.*
- *the Trustees agree to the Business account terms.*

PR to keep Trustees updated on progress with banking set-up.

PR to confirm to Natwest that Trustees considered and agreed the wording as shown.

- *the Trustees agree that all transactions authorised by a duly authorised Debit Card should be debited to the bank account and that the trustees accept liability for any unarranged overdraft resulting from any such transactions.*
- *the trustees agree that Cardholders may use their Debit Card to order cheque books and statements and to obtain details of the balance on an account.*

*the Bank may continue to rely upon this Authority until it is revoked in writing by a suitably authorised notice to the bank.*

PR confirmed that the related bank debit cards would not require limits but that he would regularly monitor the account, and he felt it appropriate for cards to be used on trust by those who were to be issued them. He confirmed that payments and establishing direct debits would require two approvals. Trustees noted the progress with banking arrangements and thanked PR for his efforts.

KF raised the question of how the Village Hall account would be managed once the proposed transfer had completed. The separate Village Hall account currently did not benefit from a debit card. It was agreed that the practicalities about how this account might be managed post-transfer should be considered and agreed as part of the proposed transfer process.

PR drew the Trustees attention to the indicative forecast cashflow for the first three years, which had been circulated in advance of the meeting. Discussion then ensued on income. It was noted that funds raised by the recent Hoedown would be valued at between £4,000-£4,500 and that these were to be distributed (not by the Charity) equally between the Church, Playpark, and Village Hall. This would leave a residual value of around £900 in the existing Village Fund account that would then be transferred to the Charity. MC also confirmed that the Parish Council had agreed £500 support for the Charity. These funds can be transferred once the bank account is set-up.

How the Charity funds were to be distributed was discussed, with a range of views about restrictions by the virtue of the objects and what local initiatives would be supported aside from current mainstream projects. It was agreed that this was a critical matter and that a separate session should be arranged for Trustees to discuss the grant giving policy agreed above in greater detail. This separate meeting could also cover agreeing a clear articulation of vision and mission (see communications below)

Trustees discussed the existing village PayPal account and that this would be amended to incorporate the Charity details and linked to the email now in use by the Treasurer (Peter.SwalcliffeVillageCharity@gmail.com). The PayPal account would also be changed to a charity version, which still attracted transaction fees but was felt to be better suited and overall more advantageous.

Discussion ensued on the need to have PDQ machines to take payment at future village events and that until the bank account was set-up fundraising arrangements would need to progress as they had previously. However, once the Charity handles arrangements managing events would be recorded on a spreadsheet for audit and reconciliation purposes. The headline figures would be presented in

PR and KF to consider how best to managed Village Hall banking and account post transfer and recommend approach to Trustees.

PR to consult with parties to secure transfer of funds.

Separate meeting to be held to focus on grant giving, vision and mission.

PR & DM to make necessary changes to PayPal account.

<p>Charity accounts, but Trustees would have access to the detailed workings on request.</p> <p>MC confirmed that the Zurich small charity insurance arrangements had been taken out and were effective from 1<sup>st</sup> September. He had currently paid the annual premium of £96 and would claim this back once the Charity was in funds. The extent of cover and liabilities was noted by Trustees. MC confirmed that the cover provided for events, subject to the usual process of risk management and with a maximum capacity of five hundred at any one event.</p>	
<p><u>Trustee update:</u> –</p> <p><b>Village Hall Transfer</b> – Trustees considered a report that had been jointly drafted for their benefit, along with the Parish Council and Village Hall Committee. The report detailed the business case already considered and mapped the process to securing the transfer of the Village Hall into the Charity. The process was based on legal advice received and it was hoped it would be completed by December 2024 or January 2025. The process would start with community consultation, and this would be circulated widely by email, public notice, and the website. The possibility of a public drop-in session was also being considered. Trustees noted from the report that due diligence would be considered before any final decisions were made and agreed to continue the process consistent with the report content. MC, SG and KF to continue to lead on this work.</p> <p>KF confirmed that the Village Hall Management Committee consisted of three villagers, but that Pdraig had also expressed an interest in joining the Committee. It was agreed that transfer details should be shared with Pdraig, so he was aware of proposals and progress.</p> <p><b>Communications</b> – IG and NB updated Trustees on thoughts relating to communications. The initial communication updating the community about the establishment of the Charity had been circulated and well-received. IG and NB were to meet to agree the next phase of communication, Trustees felt that this should focus on establishing a clear story about the vision and mission of the Charity. Communications could also detail Trustees and spotlight causes supported. Consideration should also be given to securing regular giving and donations, including promotion of legacies. A range of media channels were considered, as part of how best to achieve this. A more detailed strategy on communications would be developed by IP &amp; NB to be presented to a future meeting.</p> <p>LH contributed some thoughts that she and MC had covered in their fundraising and volunteer focussed meeting. These included regular newsletters across the year from the Charity and holding a ‘drop-in’ event as part of launch activity, this event could coincide with the Village Hall transfer consultation. IG and NB would consider these suggestions as part of their planning session to be arranged.</p> <p><b>Digital and Design</b> – DM confirmed that Charity pages had been set-up on the village website and that as the Parish Council would be migrating to a gov.uk domain this would separate them out from the Charity website. Further pages would be added as the Charity’s work progressed. More immediately these would include the Charity meeting minutes, agreed policies, and once confirmed communications.</p>	<p>SG, KF &amp; MC to progress transfer of Village Hall</p> <p>KF to share Village Hall report with Pdraig.</p> <p>IP &amp; NB to meet to consider strategy to communications.</p> <p>MC to share minutes and policies with DB so that these can be added to website pages.</p>

**Christmas Market** – LH updated Trustees on progress with the market. Given timings it was uncertain what extent the Charity could play in supporting financial transactions. LH suggested that PR attend the next Committee Meeting so he can understand more about the event to inform future thinking. It was hoped that some transactions such as stallholder fees could be supported by the Charity. Funds raised from the event would be shared three ways between the Church, Village Hall, and Playpark. The ability for the Charity to give funds to the Church as a religious institution to be clarified, also believed to be okay.

LH asked if the Charity logo could be added to the marketing material, and explained that this was being managed by Colin Hill with sign off by the Committee. Trustees felt that this was a good idea, but that the Committee should report back if they needed any input over branding aligning with wider market communications. KF raised the risk of the charity branding creating confusion, as the Charity was limited to distributing funds within Swalcliffe Village and the logo may create some uncertainty. It was agreed that the wording was important to mitigate this risk, for example saying 'in association with' or 'supported by.' This to be considered as part of the marketing material. Trustees agreed though that having the Charity logo on the marketing collateral would be good exposure for their work.

**Playpark Funding** – DM provided an update on fundraising plans new playpark equipment, which had been the topic of a communication detailed later on the agenda from Peter Beddowes. Given the stage that the Charity is at the Playpark Committee have proceeded with fundraising without seeking support from the Charity on this occasion and were having notable success, with around 50% of the total grant needed (c. £4,000) secured. The critical point here being for the Charity does not cut across Playpark fundraising activity. Trustees considered the risk to be low, given that its own fundraising work was not yet ready to start.

DM shared intelligence on fundraising approaches, such as using gofundme instead of other giving websites as it did not charge or claw back funds if value thresholds were not achieved. This intelligence should inform the Charity's own approach.

**Fundraising, grants, and volunteering** – LH updated Trustees on thoughts that had emerged from the meeting she and MC had. Trustees had received a record of these in advance. Headlines included sharing existing consolidated grants newsletters, such as those from RSN and ACRE regularly on a dedicated page on the Charity website so that villagers could refer to them for opportunities and inspiration. It was also felt that the Treasurer would be an appropriate 'go to' contact should a villager want to use the Charity as a vehicle to secure a grant for local project, so that these can be advised on before being presented to the Trustees for consideration.

LH also outlined thoughts on the Charity acting as a broker to secure volunteer details across the village that can then be matched to project needs, like a 'volunteer bank.' IP referenced some helpful material at Jaguar Landrover that LH could refer to for ideas. KF suggested that a key source of new volunteers should be younger households, whom possibly do not always know what is happening and how to volunteer. The Charity had a role in building relationship and inspiring. Trustees and others acting as volunteer ambassadors. LH suggested that one idea would be for the Charity to host a

PR to attend next Christ Market Committee meeting to consider financial alignment.

MC to check donating to religious institution.

DM to supply high-res logo.

LH to monitor presentation of logo and associated wording to manage risks.

DM to advise, when necessary, based on Playpark experiences.

LH & MC to meet again and work up ideas in

<p>celebratory event for volunteers annually, acknowledging their efforts and raising the profile of volunteering amongst others. Using communications activity to thank volunteers was also considered beneficial.</p> <p>Trustees noted the ideas emerging from LH and MC, agreeing that these should be evolved further by them so that actions can be agreed and taken.</p>	<p>greater detail for Trustee to agree actions.</p>
<p><u>Communications received.</u></p> <p>Trustees noted the communications received by the Chair and agreed the following.</p> <p><b>Swalcliffe Society</b> – That a meeting should be scheduled as suggested with MC, SG and Colin Hill to explore how the Charity might work with and support the Society.</p> <p><b>Peter Morgan</b> – That Peter should be thanked for his contact and interest, with Trustees noting his helpful skills. It was agreed that although future trustee vacancies should be recruited openly, having a list of possible candidates was a good idea and Peter should be alerted to future vacancies. More immediately his advice and input could be sought by the Treasurer in an advisory capacity where it was helpful to do so.</p> <p><b>Peter Beddowes</b> – Covered above in relation to Playpark fundraising.</p>	<p>MC &amp; SG to meet with Colin Hill and report back.</p> <p>MC to respond to Peter Morgan</p>
<p><u>AOB</u></p> <p>NB confirmed that he was hosting a closed event the funds raised being given to the Charity.</p> <p>MC raised a query that had emerged from the recent Parish Council meeting discussion, which was would the Charity consider subsidising attendance at village events where households finances were such that the cost was prohibitive. Trustees felt that this should be something to include in wider grant giving discussion to be held. They also considered that an easier way to secure the same outcome would be for ticket sales at events to accommodate a lower value when a local household was in receipt of welfare benefit (excluding state pension).</p>	<p>NB</p>
<p><u>Dates of next meetings</u></p> <p>26<sup>th</sup> September 2024 6.30pm. NB to host. Meeting to focus on grant giving, vision and mission only.</p> <p>13<sup>th</sup> November 2024 6.30pm. PR to host. General Meeting.</p>	