

Meeting Notes
Friends of Castle Green – Directors
7pm Thursday, 26th November, 2015, Castle Green Pavilion

Present: Amanda Attfield, Mark Hubbard, Paddy Nugent, Steve Cameron, Lisa Richardson, Katie Bott & Francis Aldhouse.

Apologies: Annabel Oxford

Agenda item	Key points	Action
Governance	<p>Amanda welcomed Francis to the meeting to deal with queries arising from their earlier meeting and to advise on the most advantageous governance status for FoCG.</p> <p>1) FoCG had been an unincorporated not-for-profit voluntary organisation running community projects on Castle Green from 2004, became a not-for-profit company limited by guarantee in 2007 which converted to a Community Interest Company Limited by Guarantee, large membership in 2013.</p> <p>2 & 3) FocG carries Directors' Liability Insurance and Employers Liability – Katie to find & display the Employers Certificate of Insurance and the Health & Safety Certificate</p> <p>4) At this stage it was not worth joining NCVO for their free advice but to obtain as much as possible directly from the internet.</p> <p>5 & 6) The membership is seen as 'supporters' in relation to the CIC. At some time in the future, we should clarify this to the membership on the application forms & on the website, requesting their signed agreement to membership (limit of liability £1)</p> <p>Governance: At the moment, the legislation for the creation of a Charitable Incorporated Organisation exists but the legislation necessary to enable conversion of a CIC to a CIO is not in place. A CIO can be either an Association CIO or a Foundation CIO for groups of individuals/trustees, of which the CIC could be a principal member. The charity can make grants to anybody as long as it is for a charitable purpose & most of FoCG's work is charitable so the CIO could grant it back to the CIC or spend it itself. In principle, the core of the Board of Trustees of the Foundation CIO and the Board of Directors of the CIC could be the same people but with one member of each who is not a member of the other.</p> <p><i>Advantages:</i> Looking at the current income pattern, FoCG is functioning as a commercial trading body which is permissible within a CIC but not within a CIO. It would also be possible to safeguard profits for future charitable use.</p> <p><i>Disadvantages:</i> There would be two lots of paperwork & 2 AGMs but if the Foundation CIO was set up with 2 trustee members (Directors), the CIC (which would be represented by one other of the Directors) plus an independent member, this would not too onerous. It would also be possible to set up a CIO, let it run & later nominate the CIO as the 'asset lock' charity and then dissolve the CIC, should the trading position change.</p> <p>It was agreed that the Directors would research both models in detail. Steve would advise whether the current & forecast levels of profit would justify the change, eg the corporation tax threshold. Francis would check on a couple of points and would be happy to attend the February meeting.</p>	<p>Katie</p> <p>Lisa Annie</p> <p>All Steve</p> <p>Lisa</p>
<p>Conflict of Interest</p> <p>Minutes & Matters Arising</p>	<p>Mark is a resident of Castle Green.</p> <p>The minutes of the last meeting were agreed & signed.</p> <p>Mark will circulate the letter from Zurich Insurance and Annabel will contact the Council's Environmental Health & Trading Dept. regarding a preliminary advisory visit.</p> <p>Memorial Benches press release, c/f</p>	<p>Mark Annabel</p> <p>Katie</p>

Fundraising	<p>- Katie & Mark will work together on the Awards for All bid.</p> <p>- LEP funding for Leisure c/f. Annabel & Mark will arrange a meeting with Joy Harvey to discuss her role within FoCG. Mark, Annabel & Katie would discuss the best way to co-ordinate volunteers. Her email is joyheatley@yahoo.com</p> <p>- Tesco Local Community Scheme. It was agreed that the scheme would be included in the FoCG Plan but meeting the earliest application deadline was impossible and the flood of applications during the next two years would be such that we would be very unlikely to be successful. However, it would be good policy to have a scheme in place, such as the interpretation of the green or community allotments on Redcliffe Gardens, with all the necessary permissions in place so that we could respond instantly to any future opportunities.</p>	<p>Mark Annabel Katie</p> <p>Paddy</p>
Director & Operational Manager Reports	<p>Events: Fireworks: a very successful evening with new people coming to the event enjoying the lack of commercialisation and the community atmosphere. Organisationally, the skip, lighting & portable loos were really good innovations. The income/expenditure showed a provisional profit of £4,033.64, less than other years but it included hardware items that would continue in use for future events.</p> <p>Christmas Fair: The stalls are fully booked. The arrangements were all in hand. Mark needed extra hands to set up & take down. Julie would stay on and clean the Pavilion ready for Monday morning.</p> <p>Fireworks 2016: Falls on the Saturday. If the event is moved to the 4th or 6th, the fireworks would cost £2,500 but the price for 5th Nov. is £3,500. Toni will carry on organising the event but will work with Katie, whose time could be chargeable against any profits, & Mark.</p> <p>CAT: Nothing to report despite 3 attempts. Paddy will chase more aggressively in the New Year. Hereford's University is going ahead but the Pavilion has been specifically excluded from any possible university use. The next step would be for the Council Officers to give a Summary Report to the Cabinet Member for Resources, currently Harry Bremer, who would then sign it off.</p> <p>Operations: The top floor office tenants are moving out in early December. It was agreed to buy a new Hoover. Sets of keys with new alarm fobs will be available for Directors in December. Storage for yoga mats had been requested but this would need a comprehensive reorganisation of the storeroom. Katie will reconcile the Hereford City expenditure with Steve.</p>	<p>Mark Katie</p> <p>Paddy</p> <p>Katie Steve</p>
Review of Risks	<p>Paddy presented our Business Case Review of Risks for any adjustment. It was agreed to include our lack of legal expertise on the Board and to add the action 'Be aware of opportunities that arise for personnel & growth' to No.17 – Lack of some skills on the Board.</p>	<p>Paddy</p>
Finance	<p>The balance at 31st October was £19,690, with outstanding invoices of £1,150 and cheques to be cashed amounting to £8,860. The fireworks income paid in was £13,720 plus the cash floats repaid would give a derived balance of £23,598. Steve would go over the outstanding invoices with Katie.</p>	<p>Steve Katie</p>
Pay Policy	<p>In November, the foundation rate rose to £8.25 ph & Richard would need to be advised for the payroll.</p>	
Any Other Business	<p>- FoCG were invited to the official opening of Aspire.</p> <p>- A letter of thanks had been received from Kathy Weston (Head Teacher, St. James School) for all the work done at the Fireworks event.</p> <p>- Paddy will represent FoCG at the St. Michael's Hospice AGM</p>	<p>Paddy</p>
Dates of Next Meetings	<p>Thursday, 21st January, 2016 at 7pm at the Castle Green Pavilion, Hereford (to include a review of Director commitments)</p> <p>18th February, 17th March, 21st April, 19th May, 16th June, 28th July, 18th August, 15th September, 20th October, 17th November</p>	