

Trustees of the Sinodun Players

Minutes of the 65th meeting of the Trustees held on Monday 20th April 2015 in the Corn Exchange at 6.30pm.

Present: J Grimshaw, J Jones, N Morley, K Spence, J Utley, J Van der Vord, G Wright, J Wright

1. **Apologies for absence**

There were no apologies for absence

2. **Decisions/Discussions since last meeting**

All covered elsewhere in the minutes.

3. **Minutes of 64th meeting on 12th February 2015**

The wording of Item 12 was amended to clarify the meaning prior to publishing.

4. **Matters arising from 64th meeting not covered elsewhere**

The photographer was unable to attend.

The October production will now be The Cherry Orchard by Chekov.

NM and JV still have to talk to AS about the accounts.

NM/OH had met with Jamie Baskiefield – who suggested we conduct an external membership survey in both electronic and hard copy. It was agreed that in principle it was a good idea, although it had been done before. We would however need professional advice on how to do it as we do not have sufficient in house expertise. We would supply a brief and others would set the questions.

5. **Items to and from the Board**

The minutes of the Board meeting held on 9th Feb had been circulated, there were no issues raised.

The draft minutes of the March Board meeting were due to be approved by the Board on the 27th April therefore had not yet been circulated to the Trustees.

O Hemming had written to the Trustees giving details of the 3 quotations obtained for the Fire Alarm System and the recommendations of the Board. The Fire Alarm system is something building must have. The Ltd Co have the responsibility of ensuring that the building is safe. The process and due diligence had been followed and the Trustees agree with their proposal to use Monarch, it was not the cheapest but the better deal in long run. No Trustees who were also Directors voted on this.

The letter also asked for the Trustees thoughts on the ideas that the Board had had regarding the implementation of Friends of the Corn Exchange.

JV asked if the Ltd Co had done its sums as it would likely reduce the number of SP members as you would only need to be member if you wanted to act, also taking into account the cost of a second newsletter.

The Corn Exchange is desperately short of volunteers so the plan would be to give friends of the Corn Exchange some rewards to get more people in.

All members of the Sinodun Players will also automatically become Friends of the Corn Exchange and will receive the same benefits. The Trustees must make most of the assets the Charity holds so must allow a balance between the Players and Corn Exchange. The Trustees agreed with the concept and await the Board's proposal.

6. Items to and from DC

The trustees had reviewed the minutes of the Drama Committee meetings held on 3rd February and 3rd March 2015. JU reported on the meeting held on 7th April.

The Production Manual requires amending re the designing and printing of posters. All Producers should be asked to sign to say they have read and understood the Production Manual. The producer of next production has not yet been approached – someone must take responsibility of each production.

The Budgets for next 2 plays, The Birthday Party and Plaza Suite have been seen by DC but have not yet been circulated to the trustees yet. JU to follow up.
Now received 12/05/15

7. Wording for the Membership form

Following discussions the wording below was agreed.

The annual membership year runs from 1st June to 31st May at a fee decided by the Drama Committee. Any new member who joins for a production going on stage after 1st January shall pay half the full fee for the remainder of that year. Anybody whose membership lapsed within the last year will be charged the full fee.

The contact details you have provided in this form may only be used for Officially Sanctioned Business of the Sinodun Players and the Corn Exchange. JG to send to Barbara Wood and Enid Stevens who are arranging the re-printing of the membership form.

8. Next steps on addressing the Loan to SP Ltd

Katie Price to send out letters to shareholders this week. The minutes of the last Trustee minutes should not to be published until these letters have been posted.

If the society own 100% of the Company we can treat the loan differently. JW proposed that we formalise the advice that we have received from Critchley's Accountants – Charity Experts, in the form of a letter stating the options. The Trustees then to ensure that Haines act upon the advice. The Charity rules and regulations have changed again we must report accounts under SORP. The Charity Commission are a regulatory body not an advisory body.

JV to contact Critchley's Accounts for a formal letter. The trustees authorised spending of up to £1,000 on accounting advice.

9 **Charity Involvement in the Roof Project**

If the Charity decides to fund raise and give the money to the Board to maintain the Corn Exchange there must be changes to the Constitution to enable the charity to give grants to the Trading Arm. JV to arrange a meeting with Tessa Hennesy – Legal Adviser for further advice / assistance on changing the Constitution to allow for the charity owning, running and maintaining the Corn Exchange. A cap of £900 was agreed on this expenditure. JG email JV a copy of the letter from charity commission to Barbara Wood.

10. **Minutes, Feedback and Lessons from the EGM held on Wednesday 25th February 2015.**

The turnout for the EGM called by C Harris was 84 members. Several who supported the motion did not turn out. T Twentymen wrote in the CX Times that CH was treated badly. CH called the EGM he should have known that he would have had significant opposition. (See separate EGM minutes, these were agreed by the Trustees and are to be sent to CH).

11 **Dissatisfied Members**

NM & JU are meeting with CH, CP, PB, TT on Wed 22nd April to find out exactly what their issues are and what they hope to achieve, and what we as Trustees can do. The question was raised - how do we measure success or failure? The meeting will be sound recorded as the written word can be interpreted in different ways. The Trustees agreed that there will be no more email correspondence on this subject as a considerable amount of time and energy has been wasted it is time to draw a line under all historical issues as this ongoing debate is damaging the society.

Many members are annoyed and appalled that this is still going on and the Trustees need to be firm and can and should instruct the Editor of the CX Times for the good of the society. It will be a struggle to get future committee posts filled as members do not wish to be dragged in to the saga.

NM / JU said that the new DC and Trustees have given them 6 months of our time and there is still no resolution in sight

12. **Feedback from VCS forum 18th March**

A grant may be available from SODC if we own 100% of building re roof.
Risk assessments – must be written down or it may invalidate insurance.

13. **Email Correspondence**

Lighting - Following feedback from the previous correspondence the Tech team have been gathering advice from major resellers prior to putting forward a firm proposal for purchase.

Roof project spend – It had been agreed on 15th March by email from NM to OH after email correspondence between the non-director Trustees that £7,500 could be spent to engage John Radice - Architect and his team to manage the roof project.

Advance booking for members – Discussing alongside Friends of the Corn Exchange.

14. **Items brought by the Chair**

None

15. **Any Other Business**

NM – Reminded everyone to read “The Essential Trustee”.

JV – Ask that the on-line membership list be updated and contain details membership classes. It used to have a totals of Full, Associate, Student, etc. at the bottom of the page.

16. **Date of Next Meeting**

Thursday 11th June -- 8.00pm

Apols – GW, JJ.

Re-arranged to Thursday 4th June at 6.30pm.