

Trustees of the Sinodun Players

Minutes of the 76th meeting of the Trustees held on Wednesday 26 October 2016 at the Corn Exchange, Wallingford at 7.30pm.

Present: N Morley, K Spence (minutes), J Wright, Keith Yapp (Board), D Lisburne, G Wright (DC), L Van der Vord. J Jeskins, J Utlej

		Action
1.	Apologies for absence	
	None.	
2.	Decisions/Discussions since last meeting not covered elsewhere	
	None.	
3.	Minutes of 75th meeting on 20 September 2016	
	These were approved and were signed by the Chairman, ready to be uploaded to the website.	
4.	Matters arising from 75th meeting not covered elsewhere	
	Little Theatre Guild visit to CX on Sunday 6 November. LTG aim to be at the CX from 10am to 3pm. The SPs will provide refreshments which LTG will pay for. Representatives from the Board, DC and Trustees are invited to join them for lunch.	
5.	Items to and from the Board	
	<p>The discussions on the roof are progressing, including an open meeting held on 17 October (arranged by O Hemming) to let members/CX volunteers know about the project and the encourage volunteers to assist John Warburton who is heading up the fundraising.</p> <p>Safety was discussed at the last board meeting. K Yapp clarified the Board's discussions on replacing communications equipment, which is work in progress. It was commented that some notes would be useful on how to use the new equipment once it comes.</p>	
6.	Items to and from DC	
	<p>New sky cloth has been purchased and the old one replaced.</p> <p>G Wright has appealed for more people to get their copy of the CX Times electronically. J Jones posts/delivers from the print run of about 150. There are considerable cost implications of sending out hard copies.</p> <p>Encore. G Wright to discuss having a set of Rules for how Encore works with the DC.</p> <p>It was noted that Encore needs to consider the demands on the time of the workshop, who are very busy.</p> <p>A Risk Assessment is needed for their upcoming show. There should be proper accounts for their shows. <i>(Post meeting note: a budget for Ithaka has now been received).</i></p>	DC

	<p>The Trustees are supportive of the group since they are our junior members and therefore our future, but they do need to operate and comply with the proper structures currently in place..</p> <p>A decision is needed for how to spend the 200 Club money.</p>	DC
7.	Financial matters	
	<p>Financial Matters including</p> <ul style="list-style-type: none"> • loan account resolution • restoration levy <p>There have been no major changes to the accounts since the last meeting.</p> <p>Restoration levy. Should we consider a fixed rate donation to be added to ticket prices for the roof fund?</p> <p>Trustees discussed this issue and were reluctant to suggest it. J Warburton needs to find ways to use our websites (CX, SPs) to make donation options more obvious/put them in as this will be a useful additional way of raising additional funds. There is the danger that, if only small amounts are solicited, people will feel that they have "done their bit".</p> <p>D Lisburne would be willing to be involved in the fundraising. The Trustees agreed she should represent us on the Fundraising Committee. She will attend the OCVA course on Trustee fundraising.</p> <p>J Wright gave a very clear background to the position we are now in with the Loan account. Until 2001/2, money was loaned freely between the SPs and the Board. Then they were advised to formalise the arrangement. Money has been loaned to the company particularly for major works to the foyer and the gantry, and this was formally recognised in a loan. Over the years, most of this has, in fact, come back to us from the company. However, it now needs to be resolved. In that past, it has been implied that the charity can support the building in its aims, but this has now been formalised.</p> <p>It was noted that the CX Ltd is a mechanism whereby we achieve our charitable aims; it is not an arm's length trading company whose primary function is to raise funds.</p> <p>Having taken all options into consideration, the Trustees voted on whether to accept a preference share offer from the Company to the value of the loan account. Trustees voted unanimously in favour of accepting the preference share offer from the Company.</p>	
8.	Company Articles	
	<p>These had been circulated in advance of the meetings.</p> <p>There is logic in adopting the standard articles which are equivalent to the standard Trustee constitution. The proposal is that the company adopts the new standard articles of association instead of the 1947 version! The change of company name precipitated this. It was noted there are some items – for example the election and rotation of directors (1/3 every year) – that these articles do not specify. However, these can be clarified in a Memorandum of Understanding. E Harley and J Wright are preparing this.</p> <p>The Board proposes to adopt standard articles. Trustees have no objections.</p>	JW/EH/Boa rd

9.	Risk Assessments	
	<p>The Board needs to see risk assessments in good time. The Board will pay for generic risk assessment formats to use.</p> <p>Trustees are still not receiving budgets for shows in good time. It was suggested that the DC could prepare a visual time-line to help ensure that everything is prepared as required and in a timely fashion</p>	DC
10.	Any other business	
	N Morley had asked for another three Chairs meeting, mainly to discuss fundraising, which had now been held. Another three committees meeting to be held, possibly in the new year.	
	<p>For information. The Board has a rolling 3 year expenditure plan. J Wright, O Hemming, K Yapp and K Price review this quarterly and it is currently in the process of being arranged. It includes new lighting.</p> <p>J Wright. A donation from the limited company is to be received shortly.</p> <p>J Utley and J Jeskins were formally welcomed as new trustees.</p> <p>D Lisburne will attend the Board meeting on 14 November.</p>	
11	Date of next meeting	
	Tuesday 13 December	

Meeting closed at 10pm

N Morley
13/12/16