

The Westway
Minutes of the Board of Trustees Meeting
Thursday February 6th at 5.00 pm
The Westway, 25 Chaldon Road, Caterham

Present: Trustees

Chris Botten	CB -Chair
Jeremy Webster	JW - Trustee
Lesley Dodd	LD - Trustee
Dr Richard Wright	RW - Supporter - Clinical Director NTPC
Claire Richards	CR - Manager
Lynne Martin	LM - Supporter - Tandridge Voluntary Action
Vanessa Hosford	VH - Note taker

Apologies:

John Orrick	JO - Trustee
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Abbreviations - Tandridge District Council - TDC, Service Level Agreement - SLA
 East Surrey Rural Transport Partnership – ES RTP, East Surrey Dial a Ride – ESDAR,
 TVA – Tandridge Voluntary Action, NTPC- North Tandridge Primary Care, Men in Sheds -
 MIS

Agenda Item	Minute	Actions & by whom
1-3	<p>CB welcomed everyone to the meeting. As there was no one present from TDC it was agreed to move on to Part 2.</p> <p>Minutes of the last Board meeting held on January 9th 2020 were agreed and signed by CB. Matters arising would be covered under different points in the agenda.</p> <p>.</p>	<p>CB signed the mins</p>
4.	<p>Matters arising:</p> <p>i. There was discussion about the current business position vis-a-vis TDC and TWWy.</p> <p>ii. CB spoke about the issue of him being Chair and how this might be causing difficulties in registering as a charity as he was both a District and County Councillor and therefore 'conflicts of interest' might be assumed. He offered his resignation which was accepted by the Board but would remain as a Trustee. JW offered to fill the role of Chair and this was proposed by CB and seconded by LD.</p> <p>iii. It was important to demonstrate the separation between TWWy and TDC and the status and role of TWWys' Supporters and Trustees. Therefore it was agreed that in future, unless TDC representatives were specifically invited, they would no longer be part of TWWy Board meetings.</p> <p>CR and LD made a proposal that a Management Group be established</p>	<p>CB to send VH resignation e mail</p>

	which would deal with the running of TWWy and make operational decisions with a Board of Trustees whose meetings would deal with strategic matters, i.e., looking at the overall direction and plans for the centre. These proposals would require further discussion	
	JW took over the role of Chair for the rest of the meeting following CB's resignation as Chair.	
5.	<p>CR - Manager's Report - See attached report Bullet points from the report - see full report attached</p> <ol style="list-style-type: none"> 1. Catering up -just off 8% of where we'd like to be 2. Additional services including podiatry, hairdressing etc brought in £600 3. it was noted that the hairdressing room needs updating 4. Original membership of 122 paid members now up to 150 also, day membership increasing 5. Sample monitoring will take place over the next week or two counting how many people are using the centre 6. Volunteers - there is a stable group of 60. Some volunteers have specific skills such as IT and social media 7. Veterans evening was well attended ad everyone was very helpful. 8. CR emphasised the real urgency of being able to set a budget - also as catering was now arranged differently this needed to be itemised 9. Angela – a part time member of staff working as Centre Coordinator, (9.30am – 2pm, 5 days a week) had settled in well. She will receive training in Safeguarding and in how to understand and implement work to support the overall direction of the Centre. fl - possibly leading to identifying funding opportunities. She has completed First Aid and Fire Warden Training. 10. Caretaking working out well and comments have been made about the improved cleanliness of TWWy. 11. CR noted that there had been a couple of falls and a stroke, CR to update at the next meeting. 12. Large groups of children from a local school for children with special needs (most recently 15, plus support workers) were coming into the centre which was causing some difficulties. Whilst not wanting to stop this CB suggested that CR speaks to the Head Teacher to discuss it and suggest smaller groups that would be able to integrate more easily the centre and that visits should be time limited. 13. Volunteers had been nominated for awards as well as the cat and goldfish. CR said how comforting these had been for some members and child visitors. 	
6.	<p>Charity Application i. JW explained that Wise Owls(Specialist Advisor for Charities) who were acting on our behalf, explained that we were too close to TDC and that our</p>	

	<p>'objects' needed to be 'slimmed down'.</p> <p>ii. Policies that were needed included: Conflict of Interest & Safeguarding. (CR handed round the Conflict of Interest Policy.) Both had been provided. Prior to the start of any future Board meetings there would be an agenda item for people to declare any 'Interests' arising from the agenda.</p> <p>iii. Wise Owls said that it felt it was time to be firm about our application with the Charity Commission and if necessary, go to appeal if our application was turned down, particularly in view of the recent changes agreed.(Wise Owls sent off further details to support our application on Friday 7th February.)The Trustees should know soon if TWWy has been successful in registering, if not and after appealing it will look at setting up TWWy as a CIC(Community Interest Company).</p> <p>iv. LD spoke about the need to be a registered charity and a company limited by guarantee to ensure the trustees were protected by only having a liability of £1.00.</p>	<p>VM to re-jig agenda</p> <p>JW to feed back on this</p>
7.	<p>The Lease</p> <p>i. JW had left a message for Alison Boote and Lidia Harrison. Following this Lidia had sent him the documents listed below.:</p> <ol style="list-style-type: none"> 1) Draft Lease – showing tracked changes; 2) Draft Lease – clean version; 3) Draft managed services agreement – showing tracked changes; 4) Draft managed services agreement – clean version; 5) Licence to Occupy <p>The lease appears be 'full repairing'. However, bearing in mind the still unresolved issues within the building of pipe-work, roof leaks and boiler problems this is a serious matter and, financially, would create a burden the trustees could not take on.</p> <p>ii. JW expressed concern at the way the rent payable to Tandridge was itemised in the Lease- : <i>“one peppercorn per annum if demanded. The Landlord has estimated (for the purposes of calculating the value of the financial arrangements between the parties that the market value of the Annual Rent is £75.000 plus vat.”</i> Trustees agreed that it was not acceptable to define the “true” market rent in this way.</p> <p>iii. Trustees discussed the original agreement with TDC regarding grants and concern was again expressed that we had no understanding of how spend against these grants was being tracked.</p> <p>iv. LD raised the input from Brett Rennolds of Dreamkey, who has completed an initial assessment. Brett is concerned that The Trustees need a longer lease and a different financial arrangement with TDC. This would enable us to invest and attract funds to grow.</p>	

	<p>v. Worryingly, despite several attempts a breakdown of the running costs incurred by TWWy had not been provided by TDC and this was hampering setting a realistic budget for the year/s ahead.</p> <p>v. Trustees and Supporters were concerned that if something cannot be agreed soon that other options for TWWy would come into play, namely:</p> <ul style="list-style-type: none"> - to close TWWy - for another tenant to take over <p>As things stand TWWy is operating in a void.</p> <p>vi. The purpose of setting up TWWY was to provide, 'A Health and Wellbeing Centre for the Community'. If it failed to achieve this then TDC could claw back the money. The straightforward way of managing this would be for TDC to set KPIs and alongside these set up monitoring meetings between TWWy and TDC.</p> <p>vii. JW suggested that a meeting with representatives of TDC should be set up to discuss the issue of the lease and future finance. Ideally he would like Brett to accompany them and RW, LD would attend. CR would brief JW before the meeting. It was agreed that a Thursday was the best day for everyone.</p>	JW, VH to set up
8.	<p>Policies: There were no policies to approve or review.</p>	
AOB	<p>i. Transport: ESDAR - it was still unclear exactly how long it could survive and there were numerous issues including recent mis-information put into the public domain that needed clarity.</p> <p>ii. JW asked CR to arrange her holiday dates so the Trustees can be clear about the support required when she is away.</p> <p>iii. RW spoke about TWWy being the vision of what future provision should look like - i.e. using a centres like TWWy for carrying out minor health procedures such as dressing changes etc. It was well known that a lot of what GPs and Health providers were doing could be less medicalised and be safely carried out in more informal settings for everyone's benefit.</p> <p>iv. The financial vulnerability of trustees remains an issue in the current situation. It had taken TDC 14 days to respond confirming current</p>	<p>JW to include a section on ESDAR in his letter to TDC requesting a meeting</p> <p>CR to inform Trustees of her plans at the next meeting</p> <p>Include as an Agenda Item in the meeting requested with TDC</p>

	<p>insurance cover. This caused a Trustee resignation. In the present unclear governance situation, on the advice of the CEO of Tandridge, JW had taken out personal public liability insurance at a cost to him of £253.</p> <p>iv. The need for more volunteer Board members was highlighted and LM said she would be looking out for potential trustees. In particular a Treasurer. Also LM spoke about training that was being run for Trustees of Charities.</p>	<p>JW and LM to liaise about potential trustees.</p>
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The meeting closed at 6.20

The next Board meeting will be held on: **March 5th 2020 at 5 p.m.**

Future meeting dates 2020 - all meetings on Thursdays at 5 p.m. The Westway

January 9th

February 6th

March 5th

April 2nd

May 7th

June 11th

July 9th

August 6th

September 10th

October 8th

November 12th

December 10th

Signed:

Designation..... **Date:**