



**Minutes of the meeting of the DSWA Trustee Board meeting held
on Saturday 6 June 2015 at Westmorland County Showground**

Present: R Stockall (Chairman), Mrs T Blackwell, A Brown-Jackson, N Coombey, P Dolphin, C Hardman, R Ingles, B Jones, A Loudon & R Love.

ACTION BY

In Attendance: Miss A Shaw

Apologies: Lord Cavendish, M Booth and J Hanson.

TB15.17 **Chairman's Opening Remarks**

The Chairman welcomed everyone to the meeting, in particular P Dolphin as it was his first Trustee Board meeting. The Chairman was pleased to report on a number of high profile events the Association had been involved in since the last meeting, including two visits where His Royal Highness The Prince of Wales had been in attendance. The first one was a Prince's Countryside Fund event at Ascot where members of the Cotswold Branch had provided a demonstration and the second one in Cumbria where His Royal Highness had the opportunity to meet the DSWA's Young Ambassadors and made presentations to them and also to A Loudon for the Pinnacle Award project on Skye. The Duke of Westminster had met members of the Association at the National Uplands Conference held at Newton Rigg College near Penrith in May.

TB15.18 **To confirm minutes of previous Trustee Board meeting -8 March 2015**

There were no queries or amendments. The minutes were therefore signed as a correct record of the meeting.

TB15.19 **Matters Arising not Otherwise on the Agenda**

TB15.19a **E-Newsletters:** Unfortunately due to a number of factors, no further progress had been made with this item. It would be included on the September agenda for further discussion.

**A BROWN--
JACKSON**

TB15.20 **Charitable Incorporated Organisation**

A lively, and at times protracted, discussion took place regarding the Association's future as to whether to remain an unincorporated registered charity or to convert to a Charitable Incorporated Organisation (CIO). The following points were noted.

- The key issue that must be addressed is the question of risk, which can only be answered by DSWA Trustees. An external organisation will not provide the solution. If the potential risk to the Association is minimal and procedures are in place to address any risks, then Trustees have acted responsibly and there should be no recrimination for actions and therefore no need to change the legal status of the organisation.
- If risks exist, there is the choice of Director/Trustee Liability Insurance, which could be purchased. Details of a possible policy had been received last year from NFU Mutual. It was agreed that more information should be obtained about the cover available. A SHAW
- Detailed costs involved in registering as a CIO were still outstanding and it was agreed that further work should be done to identify a realistic cost for any conversion, ahead of the next meeting. M BOOTH/
A SHAW
- The content of the report commissioned from Moore & Smalley must obviously be considered when making the final decision but comments from other organisations should also be taken into account in terms of whether the possible change is the most appropriate course of action for DSWA to take.
- As an unincorporated association any liability, if brought into question, would lie with the Trustees as a whole and not the Association. Although the Charity Commission has never held to account trustees other than in the event of fraud, other bodies or individuals may claim a liability.
- Additional questions had been sent to Moore & Smalley as agreed. A response had not been received by the office, but it was noted that B Jones had details from them, following a conversation he had had with their staff. These details should be forwarded to the office for reference. It was noted that no further information was available to clarify the number/type of organisation that had registered as CIOs, as quoted in the original report. B JONES
- Any further questions to be posed to Moore & Smalley should be sent in writing to the office in order to be forwarded in a structured way. ALL
- One item that did give rise to some concerns was activities undertaken by branches, which the Association may not be fully aware of. The Rules of the Association do state that branches can only enter into contracts that obligate funds held within branch bank accounts. A suggestion was made that branches should notify the Association of projects over a certain value and this requirement should be included within the new Financial Procedures document and/or Branch Reference File. M BOOTH/
A SHAW

Although it had been previously minuted that a decision would be made at this meeting, the discussions that had taken place did not result in a clear decision by the Trustees and it was agreed that further consideration would be given to the above points and that a decision made at the September meeting.

TB15.21	<u>Governance Issues</u>	
TB15.21a	Governance Paper: The paper originally circulated in December 2014, and discussed at that meeting, had been re-issued and the following points noted.	
	<ul style="list-style-type: none"> • The Association’s legal name would remain as the Dry Stone Walling Association of Great Britain but would usually be referred to as the Dry Stone Walling Association. • The wording in the “procedures at meetings section of the Constitution (Item 15.2.b) should be tightened up and a suggested amendment was made as follows: “... shall be decided by a simple majority of those voting, among those eligible to vote.” This would need to be submitted in writing as a resolution to the next AGM and the amendment, if approved, submitted to the Charity Commission within two weeks of the resolution being passed. • It was suggested that the situation regarding the former West of Scotland branch should be clarified by a short sentence in the annual accounts. • It was noted that the suggested amendments to the Rules had in fact been agreed previously and ratified at the 2015 AGM. 	B JONES B JONES
TB15.21b	Payment of Trustees: Following a recent updated from the Charity Commission regarding the payment of Trustees, and indeed members who act as Instructors for branch training courses, it was noted that the Association is able to make such payments. Details of payments to Examiners who are also Trustees are listed in the annual accounts. The Craft Skills Group had recently looked at the allocation of Examiners and was satisfied that this process was being carried out in a fair and open way. It was suggested that branches should have written procedures in place in terms of allocating instructors for the branch training courses and details of payments should be included in the branch accounts. It was agreed that details should be included in the Rules and the following suggestion was put forward:	
	<u>Suggested new Rule “Payment for Services Rendered” (inserted after Branches)</u> If payment is made to a Trustee or Branch Officer for services rendered, then certain safeguarding procedures should be in place. There must be some ‘tendering’ or evaluation process so that the most appropriate person and cost is selected and the decision must be made by the Trustees or Branch Officers not involved, who must be in a majority over those receiving such payments. A written agreement should be drawn up and details of payments listed within the accounts.	
Tb15.21c	Delegating Responsibilities to Employees: The Association currently has appropriate reporting procedures in place with regard to the delegation of responsibilities to employees and no further action is required at present.	
TB15.22	<u>Correspondence</u> A letter had been received from Clarence House stating how much HRH The Prince of Wales had enjoyed his visit to Cumbria and the opportunity to meet such enthusiastic representatives of the Association.	
TB15.23	<u>Financial Matters</u>	
TB15.23a	Current Financial Situation: It was regrettable that the Hon Treasurer was unable to attend the meeting but a report had been produced and circulated previously. A query was raised in relation to the budget figure of £1,000 shown against bank interest. <i>Subsequent to the meeting, clarification was given that this was correct and related to the fixed term account that the £60,000 was held in.</i>	
	A request was made for the Durham area legacy to be included on the September agenda for discussion on how this money might be used.	M BOOTH/ A SHAW
	Agreement had been sought from the Trustees to move the reserve funds to an account that would attract 1.5%. Approval had been given via email responses but there was a unanimous vote in favour of this course of action.	M BOOTH
	Thanks were recorded to M Booth for producing the reports which were now in an easy to follow format.	
TB15.23b	Financial Procedures: A very useful meeting had taken place in order to discuss the previously circulated draft Financial Procedures document. Six branches had sent representation in person and a further three had submitted comments for inclusion within the discussions. A slightly amended document had subsequently been produced which was available at the meeting. Any further comments should be sent to the office before the end of June in order that the document could be finalised and brought into use for the start of the new financial year. Thanks were recorded to M Booth for arranging the event, which had met with favourable comments by the branches.	ALL M BOOTH/ A SHAW
TB15.23c	Cumbria Branch Issues: Correspondence had been received from the branch relating to the ability of the national Association being able to invoice branches for items such as the training subsidy, which the branch did not consider to be permissible within the current Rules. Following a short discussion a suggested form of words for a new rule, under the “Branches” section was put forward.	

There was a unanimous agreement to the addition of the new rule, although minor amendments were made to the wording as follows:

“The DSWA may, at its discretion, raise invoices against branches to facilitate the transfer of funds to the central account, appropriate to furthering the aims of the charity, in addition to covering requirements such as insurance and the purchase of stock items.”

The other financial issues still outstanding with the branch were being addressed by M Booth and the Branch Treasurer.

M BOOTH

TB15.24 **Membership**

TB15.24a **Current Membership Figures:** The current membership figures were given as follows. A total of 959 members, including 697 Open, 230 Professional, 18 Corporate and 8 Junior/Full-time student.

It was encouraging to note that the Gift Aid repayment money had been received and totalled £5,318.62. Details would be included in the next Waller & Dyker and members encouraged to sign up to Gift Aid if not already registered. This is a very valuable source of revenue for the Association.

A SHAW

Consideration needs to be given to attracting new Corporate members as well as highlighting the benefits of professional membership.

ALL

TB15.24b **Subscription Increase for 2016:** A reminder was given of the new subscription rates that were agreed at the last AGM and which will come into effect from 1 January 2016. The changes are shown below.

Open £30 to £33	Professional £100 to £110
Joint Open £45 to £50	Corporate £150 to £165
Overseas Open £35 to £38	Full-time student/unwaged £15 to £16.

Details would be included in the next Waller & Dyker.

TB15.25 **Craft Skills Group**

TB15.25a **Report from Meeting:** The last meeting of the Craft Skills Group had taken place on 21 May and minutes would be circulated with the Trustee Board minutes. A brief summary of the meeting was given and the following points noted.

- A meeting organised by Lantra and the Scottish Qualifications Authority had been attended. Whilst not directly relating to dry stone walling qualifications, it had been very useful to hear from other training providers that have similar challenges to the Association in terms of qualifications being approved via SQA. Relevant contacts had been approached in terms of getting the dry stone walling qualifications listed on the Scottish Qualifications Framework.
- There has been a slight increase in the number of test days being arranged which was encouraging.
- Following the request from the Trustee Board about the allocation of Examiners, the Craft Skills Group was satisfied that this was done in an open and fair way with no one Examiner receiving preferential treatment.
- Minor changes had been made to the Instructor Training Course content and L Clarkson was working on further amendments that would be implemented ahead of the course next year.
- A request had been received from Craven College asking if they could send a representative to future meetings, which was considered acceptable. The college was represented on the group previously and had proved beneficial to both parties.

TB15.25b **Examiner Standardisation:** The course had taken place in April and had again been a very successful event. Two new Examiners had attended the event as well as returning Examiners and two who had been out of testing for a number of years. There had been some very positive feedback to the course and the benefits of ensuring Examiners are marking in a consistent way.

A request was made that new stone was required for the training site, particularly copes and cheekend pieces, which might have an approximate value of between £500/£1,000. It was agreed that a project proposal form should be submitted for consideration at the next meeting. Contact would also be made with Lord Cavendish to see if Burlington Stone might be able to offer some assistance with this request.

A LOUDON/
A SHAW

TB15.25c **Understanding Dry Stone Walling:** The draft document produced by N Coombey & R Ingles had been discussed at the Examiner Standardisation course and had met with general support for the content. A number of Examiners expressed interest in submitting further comments, although these would be followed as details had not yet been received. Comments had been received from J Hanson and these would be forwarded to Messrs Coombey & Ingles.

A SHAW

Following a short discussion, it was acknowledged that it would be almost impossible to produce specification documents for every situation but N Coombey agreed to draft a “generic” specification document that would be submitted to the Craft Skills Group for its consideration (next meeting scheduled for 28 July).

N COOMBAY

TB15.26	<u>Training & Education Update</u> Following the successful application to HLF, there had been a very quick turn round to advertise and appoint the five bursary trainee placements. A very useful assessment day had taken place in May when 11 potential candidates had attended, from which the final candidates had been selected. Over thirty applications had been received. An induction week was planned for mid-June and thereafter the trainees would be working with placement providers. Originally the plan was that candidates would move round for their placements but this was going to prove impractical so placements would be with a single provider but there may be opportunities to work with other providers on an ad hoc basis. The Association was lucky to have received this funding in order for it to run its own trainee scheme and demonstrate what can be achieved with good quality training. A short report would be included in the next Waller & Dyker.	R LOVE
	There had been a slight increase in the uptake of training vouchers with the PCF project although not yet on target. An extension to the project was being negotiated.	I CLARKSON
	Thanks were recorded to Mrs Clarkson for her hard work, particularly in relation to the HLF project.	
TB15.27	<u>Coordinator Reports</u>	
TB15.27a	Grants: Nothing to report.	
TB15.27b	International: A number of events had taken place recently, including successful test days in Vermont. A number of members were involved with international projects/activities such as work in Seattle, training and workshops with Canadian First Nation people and qualification assessments in France.	
TB15.27c	Pinnacle Awards: An application had been submitted for the Cross Fell Shelter A short report and photos were circulated at the meeting. Following an inspection of the project, the recommendation from the Assessors was that it was worthy of a Certificate of Merit but fell short of the exacting standards expected for a full Pinnacle Award. This recommendation was accepted by the Trustees. The decision would be relayed to S Adcock and the applicant.	A SHAW
	In response to a query raised at the last meeting, S Adcock had submitted notes on the allocation of assessors for the inspection of Pinnacle Award applications and the "pre-vetting" of projects. These details would be circulated with the minutes for consideration at the next meeting.	A SHAW
TB15.27d	Ronnie Ball Awards: The previously agreed action would be carried forward to the September meeting.	T BLACKWELL
TB15.28	<u>DSWA Brand</u> The previously circulated paper refers. It was acknowledged that the paper contained a large number of issues to address but it was noted that the work could be broken down into smaller, more readily achievable sections. One of these was the branch websites which do not have a consistent structure to them. Contact had been made with all branches by C Hardman to gauge support for developing a more cohesive look to the websites without taking editorial control. This would include putting together a generic template for the home pages and the possibility of the DSWA hosting sites for branches that do not currently have a website. Ten branches had responded to date and it was suggested that a project proposal form should be completed and submitted with the next agenda for discussion in September. Details of the original message to branches should also be sent to the office for reference.	C HARDMAN
	The possibility of producing a short promotional video was also raised. Funds might be available from donations made to the Derbyshire Branch from the Chatsworth Estate but additional money would be required. Again a project proposal form would need to be submitted ahead of the next meeting.	C HARDMAN
TB15.29	<u>DSWA Working Parties</u> A paper outlining the various working groups/parties that had been set up over the last few years had been previously circulated. It was acknowledged that there needs to be some streamlining of the groups and that regular reports should be made to the Trustee Board. The recommendations within the paper were considered sensible and it was agreed that an update of groups should be produced ahead of the next meeting.	A SHAW
TB15.30	<u>Any Other Business</u>	
TB15.30a	Archive Project: A report had been previously circulated outlining possible ways of bringing together the archive material for the Association, which could be held in local records offices. It was agreed to put a short piece in the next Waller & Dyker to see if any members might have archive experience and who would be interested in helping to move the project forward.	B JONES/ A SHAW
TB15.30b	DSWA Five-year Plan: This item would be discussed at the next meeting in September but it was noted that it would be useful to have an additional member of the working group.	A SHAW

- TB15.30c** **Branch Reference File:** Work was ongoing in terms of updating this document. Further updates would be given at the next meeting. R STOCKALL/
A SHAW
- TB15.30d** **London School of Dry Stone Walling:** It was noted that John Holt has been running successful training courses in the centre of London and events had also been part of the Chelsea Fringe Festival. A SHAW
- TB15.30e** **Branch Updates:** A request was made for branch updates to be put back on the agenda as a regular item for the Trustee Board meetings. A SHAW
- TB15.30f** **DSWA 2016 Calendar:** The call for photos for the 2016 calendar had been omitted from the Waller & Dyker but entries were sought by mid July and should be sent to the office with details of who took the picture and where it is. A message would be sent to all branches to forward to members to encourage entries to be submitted. ALL
- TB15.31** **Hundred Club**
Draws were made as follows:
- | | | |
|-------|--------------------|--|
| April | 2% R Forward (24) | 1% D Bradley (10) and P Waite (61) |
| May | 2% N Worrall (116) | 1% V Hollings (17) and I Dalzel Job (52) |
| June | 2% D Wright (59) | 1% J Gittins (47) and M Johnson (87) |
- TB15.32** **Date of Next Meeting**
The next meeting will take place on **Saturday 5 September at 10am** at the Westmorland County Showground.
- Agenda items and papers should be sent to the office by Friday 7 August 2015 at the latest for full circulation.

Signed


Date5 September 2015.....

A Shaw/18 June 2015

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