



MINUTES OF THE MEETING OF THE TRUSTEES 17TH SEPTEMBER 2019

Trustees Present: Helen Ballantyne (HB), Soolie Burke (SB), Tony Cartwright (TC), Alison Chantrey (AC) (Secretary), Paul Joyner (PJ) (Acting Chair), David Phillips (DP) and Chan Uppal (CU)

Apologies: Meurig Hughes (MH), Hilary Roberts (HR) (Membership Secretary)

1. Welcome

PJ welcomed everyone to the meeting and reported that David Haedicke had resigned as Chair and Trustee.

2. Minutes

The Trustees approved the Minutes of the meeting held on 6th August 2019 subject to an additional note, confidential to the Trustees, being held in the minute book in relation to Minute 6b.

3. Notes of Away Day held on 10th September

PJ provided a brief summary of the away day for SB who had been unable to attend. The notes of the away day were received.

4. Proposals for Association Charitable Incorporated Organisation

a. Proposed Constitution

PJ had circulated a draft constitution based on the Charity Commission template. The only material changes he had made to the best practice template were the number of Trustees required for a quorum at a Trustee meeting (increased from 2 to 4) and the suggested maximum of 12 Trustees. Each Trustee present was invited in turn to ask questions about the content and implications of the draft constitution.

It was agreed:

- i) That the proposed move to an Association CIO should be put to the membership at a Special General Meeting (SGM) in October.
- ii) That the circulated constitution should be put to the members subject to:
 - (1) The suggested content in square brackets being included.
 - (2) The minimum number of Trustees should be increased from 3 to 4.
 - (3) The deletion of the Ex officio charity Trustees and Nominated Charity Trustees sections.
 - (4) The inclusion of the optional paragraphs on the Use of electronic communications.
- iii) That CU would update the proposed constitution in accordance with the discussion.
- iv) That the SGM agenda should include the following proposals/notifications:
 - (1) That all LSA assets should be transferred to the new entity.
 - (2) That all current members would be transferred to membership to the new Association CIO unless they opted out.
 - (3) That all current member data would be transferred to the Association CIO unless a member opted-out.
- v) That the proposed constitution would be available for members to view on the website.
- vi) That SB would draw up a list of assets, including the lease on East Lodge.
- vii) That TC would enquire of Lloyds whether it would be necessary to amend the bank account and what implications this may have for standing order payments.
- viii) That a decision would be made on the financial yearend once the Association CIO had been approved.

ACTION: TC/AC/SB/CU

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b. Ideas for New Name

Previous discussion around the title of Leamington Studio Artists had uncovered some concern that the title was confusing and didn't represent the membership, which was drawn from a broader area than Leamington and included many people who did not have studios. The Trustees had therefore been asked to suggest alternative names for the new legal entity. It was agreed that the organisation's legal name did not have to be used in the marketing message and that there was some awareness and history of LSA that should not be lost. The Trustees agreed that the message they wished to project was for a modern and ambitious organization and that this might be achieved by combining the use of the acronym "LSA" with a strapline (eg Art for All or Think Art), which might better summarise the objectives of the organisation.

It was agreed to keep Leamington Studio Artists as the title for the Association CIO.

c. Timeline for SGM, Charity Commission, etc.

The current constitution required a notice period of 21 days in advance of a General Meeting. The aim would be to hold the SGM during the week beginning 14th or 21st October, subject to a suitable venue being available and the documentation being in order. PJ had drafted a letter to accompany the notice of the SGM, which would form the basis of the message to members. AC had contacted two potential venues, but had not yet received a response.

5. Health and Safety

a. Proposed new Health and Safety Policy

A proposed new Health and Safety Policy had been circulated for consideration. This was met with general approval, but had not yet been reviewed by CU. Approval was therefore deferred.

ACTION: CU

b. Training for Health and Safety Officer

HB reported that she had contacted two companies about providing Health and Safety training. One had not yet responded and the other required 8 people in order to put on a course. SB suggested a local company which might be able to provide training. HB would follow this up.

ACTION: HB

6. ArtSpace

a. ArtSpace 52 content and schedule

DP reported that the new editors would be returning to Warwick University during the current week and that a meeting was being set up with them. An outline of content for ArtSpace 52 was already available. ArtSpace 52 was due to be published in mid December.

b. ArtSpace production and art director

DP reported that the production vacancy had not been filled, but discussions were on-going. PJ suggested that there was a need for a much closer relationship between the Trustees and the ArtSpace Committee and asked, as acting Chair, to be included in an ArtSpace Committee meeting. DP would ensure that he was invited.

ACTION: DP

7. Support for Young Artists

There was insufficient time to address this item and it was deferred to a future meeting.

8. LSA's role in the wider community

There was insufficient time to address this item and it was deferred to a future meeting.

9. Growth of LSA



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There was insufficient time to address this item and it was deferred to a future meeting.

10. Membership

Current membership was 327.

11. East Lodge

a. Studio Applications

As agreed at the away day on 10th September, 4 of the 5 applicants for studio space had been offered a lease; two for fixed periods (Namita Panchal to 31st December and Isabel Balboa to 31st March) and 2 to follow on with open ended contracts (Lynne Gougeon and Garima Dhawan). Namita had not taken up the offer, but Isabel Balboa had and Garima Dhawan would be moving in immediately. Lynne Gougeon had indicated that she would take up the offer in April 2020.

b. Programme of Exhibitions to July 2020

A healthy number of applications had been received to exhibit at East Lodge in 2020. As many as possible had been accommodated and offers had been made. Once these had been accepted, contracts and supporting information would be issued.

c. Refill

East Lodge was now registered for the Refill scheme. It was a designated place where members of the public might refill their water bottle at no charge. The Lodge was identified in online maps and in the Refill app. This was a service to the public, which not only helped the environment, but might attract new visitors to the gallery. SB would ensure that stewards were aware of the new service.

ACTION: SB

d. New card machine

As agreed at the away day, TC would replace the current PayPal Here reader and the Samsung tablet at East Lodge. It was agreed to move to iZettle, which charges a lower commission rate. The new card reader had been received, but it had yet to be set up. CU would provide training in using the app and trouble-shooting to stewards. Cards would only be accepted for payments of £5 and over.

ACTION: TC/CU

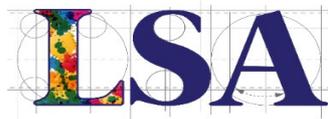
e. Exhibition and Commission Charges

It was agreed at the away day on 10th September, that with immediate effect LSA would no longer charge commission on card sales. However, to cover the increase in rent and recognize the cost of commission charges by iZettle, the cost of submission to open exhibitions would increase to £12 for members from January 2020 and the room hire rate would increase to £220 per gallery space from July 2020.

12. Other Business

a. Team Up Calendar

AC reported that it was now possible to download an app to use Team Up and access the LSA calendar. She encouraged Trustees to use this in future.



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STUDIO *Artists*

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b. Aviary Café Banner

SB reported that the Aviary Café had move the LSA banner displayed there. It was still on display, but was unfortunately, less visible due to the large tree and to queues at the ice cream stand, which it was now in front of. She had asked a member of staff at the café about the move and was told that the banner wasn't very pleasing to people sitting at tables behind it. As the Aviary Café could refuse to have the banner displayed, it wasn't felt that there was anything that could be done to change this.

13. Next meeting

The next meeting would be held on Tuesday 15th October at 1pm.