



MINUTES OF THE MEETING OF THE TRUSTEES 19TH NOVEMBER 2019

Trustees Present: Soolie Burke (SB), Tony Cartwright (TC), Alison Chantrey (AC) (Secretary), Meurig Hughes (MH), Paul Joyner (PJ) (Acting Chair), David Phillips and Chan Uppal (CU)

In attendance: Julian de Mortimer (JDM), Mike Patrick (MP) and Hilary Roberts (HR) (Membership Secretary)

Apologies: Vanessa Cooper and Helen Ballantyne (HB)

1. Welcome

PJ welcomed everyone to the meeting.

2. Minutes

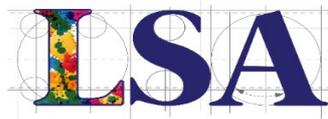
The Minutes of the meeting held on 15th October 2019 were approved.

3. Outcomes/action from the Special General Meeting – 4th November

a. Feedback from Cathy Black

Following the SGM, Cathy had emailed the list of questions she raised at the meeting seeking a response. A copy had been circulated to the committee and was placed in the minute book. The Trustees recognized that Cathy had been sufficiently concerned by the process to take the time to write and it was agreed that AC would respond on behalf of the Committee to the specific issues raised. There was a desire to ensure that the process of transferring to a CIO was as transparent as possible. Each of Cathy's points was addressed during the meeting and the following responses were to be made:

1. It was the current constitution that was deemed "not fit for purpose" not the objectives. The current objectives were broad and didn't provide clear direction for the Trustees, but this was felt to be a positive attribute as they could be interpreted to allow a wide range of activities within a broad remit.
2. The wording had been changed between the issuing of the online vote and the drawing up of the agenda for the meeting, to more accurately reflect what was proposed, but the intention was not altered. Apologies were to be offered for this error. There was no change to the proposed resolutions during the meeting. The number present at and voting at the meeting was sufficient to carry the resolutions.
3. Details of spending since the end of March 2019 would be provided along with an explanation of cash accounting.
4. All members would be notified as part of the process over the coming weeks that their data would be transferred to the new CIO and they would have the option to opt out. If they opted out of having their data transferred they would not be members of the new CIO. This was not against data protection law as the Trustees understood it.
5. The resolution on assets and liabilities was included for completeness. The membership was not being asked to take on new liabilities or lose assets. Indeed the resolution was there to confirm the status quo of the current assets and liabilities during the move to CIO. The point



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was that any and all current assets and liabilities would be carried forward to the new CIO. It was the principle not the specifics which members were being asked to vote on.

6. The move to CIO was not dependent on all resolutions being passed, but further General Meetings may have been needed to resolve any outstanding issues.

Cathy mentioned that there were LSA and East Lodge issues, liabilities and associated problems of which some are not aware. She would be asked to clarify if any of these were outstanding, so that they might be addressed.

ACTION: AC

b. Application to Charity Commission

PJ and CU would put forward the application to the Charity Commission.

ACTION: PJ/CU

4. Concerns Raised by Members

CU and MH had provided a list of queries and concerns raised by members and this had been circulated.

a. Trustees

PJ emphasized the role of Trustees was to ensure the charity was well governed, met legal requirements and created an environment conducive to meeting its objectives. The Trustees were not an operational committee and they did not represent the membership, but the charity. It was agreed that the roles and responsibilities of the Trustees and of members should be drawn up and placed on the noticeboard in East Lodge.

ACTION: AC

b. Art in the Park

There remained concern amongst some members that responsibility for Art in the Park had been passed to a Community Interest Company. AC suggested that AITP was meeting the LSA's objects more successfully as a CIC than LSA would have achieved as it did not have sufficient volunteers to develop the Festival or grow it to its current size. The CIC was not run for profit, LSA was not losing potential income and any assets of the CIC would pass to LSA in the event of it winding up.

CU noted that LSA's move to CIO might require an update to the AITP CIC Articles of Association and asked that the details be provided to him to ensure this took place.

ACTION: AC/CU

c. Young Artists Competition

The Young Artists Competition had drawn significant crowds and interest at AITP. Many of those voting for their favourite piece had given permission for their contact details to be used in future for East Lodge exhibition promotion. The timing of the competition had been difficult and had not attracted many year 11 and 13 entries as any work which was submitted for examination could not be exhibited until it had been moderated.

It was agreed that the Young Artists Competition should be reviewed.

ACTION: CU

It was agreed that many of the issues raised should be addressed in the newsletter to members, which would go out with ArtSpace in December.

ACTION: AC



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5. Financial Report

a. Response to Financial Queries raised at SGM

TC had provided an explanation of the LSA's cash accounting system and a summary of expenses since the end of March 2019 in response to the issue raised at the SGM at which the stability and viability of LSA had been questioned, given the reduction in funds from £16,151 to £13,860. MH particularly requested that bank statements should be made available to members. It was agreed that bank statements would not be circulated to members, as they didn't provide context or clarity about liabilities. For example, they would not identify sales where funds were owing to the artist. However, bank statements would be made available on request, but would require some explanation. TC had a spreadsheet identifying all incomings and outgoings, which was available to review by any Trustee.

It was agreed that given the tone of the SGM and the request for information, to ensure transparency, TC's explanation and summary should be sent out to all members.

ACTION: AC

b. Current Cash Position

TC provided a summary of cash account totals showing that the working total was up on the October figure by just over £2k. The total did not include cash held at East Lodge. He noted that the rent was paid quarterly in advance and that the studio holders were all up-to-date with their payments. The totals showed the cyclical nature of the LSA's finances, but indicated an underlying upward trend in funds.

It was agreed that an additional bank account should be opened for artist sales so that these sums could be kept separate to LSA funds.

ACTION: TC

6. Proposed New Health and Safety Policy

The proposed new Health and Safety Policy had been amended following the previous meeting and was re-circulated for approval.

It was agreed that the policy should be adopted.

ACTION: AC/SB

7. ArtSpace

a. ArtSpace 52 content and schedule

DP confirmed that content for ArtSpace 52 was ready and it was on course for publication in early December.

b. Production vacancy – request for funds

DP reported that the production vacancy had not been filled and that a quote had been received for Joyous Creative to provide the print ready artwork. The Trustees were asked to approve these additional funds of £680. DP assured the committee that there would be no further request for funds because the production position would either be filled or there would be no further editions of ArtSpace.

A vote was held and the additional funding was approved. It was agreed that a survey of members should take place to determine whether ArtSpace should be continued in its current form.

ACTION: AC

MP indicated that he and/or his wife might be able to assist with future production.



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8. WDC Creative Strategy

An email from David Guiding outlining WDC's plans for a Creative Strategy had been circulated. It was agreed that CU and MH should represent LSA in discussions with WDC and at their event on 14th February 2020.

ACTION: CU/MH

9. Succession Planning – Chair, Treasurer, Webmaster

PJ indicated that he would continue as Acting Chair until the application for CIO was submitted. Depending on the response from members, he might continue. He proposed that when recruiting for the financial role it might help recruitment to talk about a book keeper rather than Treasurer. Two new signatories were still required for the bank accounts to allow TC to step down.

10. Christmas Newsletter

It was agreed that a Christmas newsletter should be published as in previous years.

ACTION: AC

11. Christmas Party

It was agreed to hold a Christmas party on Tuesday 17th December from 7 – 9pm.

ACTION: SB/AC

12. Membership

Current membership was 339.

13. East Lodge

a. Hallway Floor

SB had scrubbed the East Lodge hallway floor, which had led to an improvement and she no longer proposed to resurface it.

b. Volunteer Meeting

SB was holding a Christmas meeting for volunteers, studio holders and Trustees on Tuesday 10th December at 11.30am. There would be drinks and snacks served, in addition to the usual business.

14. Data Storage

TC had subscribed to additional storage on Google Drive. He and AC would populate the folders.

15. Old Computer Equipment

The old laptop and NAS drive were offered to members in the October newsletter. No one had shown interest in the NAS drive, but Ray Thomas had offered £5 for the Laptop. JDM offered £10 at the meeting. AC would return to Ray to see if he wished to raise his offer.

ACTION: AC

16. Other Business

a. Kings High Exhibition

CU reported that plans for a Kings High exhibition at The Loft Theatre in January 2020 were progressing well. There would be a private view launch for the event on 18th January. It was proposed that drinks, provided by The Loft Theatre, would be jointly funded by LSA and Kings High. It was agreed that LSA would contribute up to £100.

ACTION: CU

b. WOS en plein air 20th anniversary competition

AC reported that Warwickshire Open Studios was celebrating 20 years in 2020. As part of the celebrations they would be holding an En Plein Air competition in the parks of Leamington and were



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seeking sponsorship for prizes. The committee was open minded to the proposal and requested further information about what benefits were offered to sponsors.

ACTION: AC

c. Open Competition Prizes

AC was in the process of starting promotion of 2020 exhibitions at East Lodge. Given the request from WOS for prize money sponsorship, she asked the committee to consider the prize value for open exhibitions at East Lodge. It was agreed that the prizes should stay at £100 for the Judge's Prize and £50 for the People's Choice for opens held at East Lodge.

17. Next meeting

The next meeting would be held at 1pm on Tuesday 17th December at East Lodge.