



**Somerset Archaeological and Natural History Society
Meeting of the SANHS Board of Trustees on 12th January 2022 at Castle House Taunton**

MINUTES

Present

Trustees

Chris Chanter (Chair), Chris Jessop, Sue Goodman, Lizzie Induni, Harriet Induni, Christine Webster, Gerardine McHugh-Soliman, Martin Salzer

President

David Dawson

Office Manager

Louisa Gillett

1. Apologies

Apologies were received from David Reid and David Baker.

2. Declarations of interest

None declared.

3. Minutes and matters arising from the meeting of the board held on 23rd November 2021

Matters arising

Item 7.2 The personal data audit is on hold until policy reviews are complete.

Item 7.5 CJ will invoice for reimbursement when the garden project is finished.

Item 7.6.2 Webbers are not aware of a Wyndham Hall fire escape across Castle House.

Item 7.9 HI has investigated handheld card payment devices with Stripe and PayPal.

Action: HI to write a proposal with options and costs for virtual and handheld card payment devices, for processing card payments over the phone and in person. To be proposed to trustees by email.

Item 7.10.1 CC, CJ, CW, and HI will contact members who did not pay their subscription in 2021.

Action: SG to send the list of non-paying members to CC.

The minutes were adopted as an accurate record of the meeting and signed by the Chair.

4. Reports

4.1. Chairman's Report The Chair reported under item 4.6 Estates.

4.1.1. Succession With the agreement of the trustees, CC offers to continue as the society's Chair from May 2022, by which time he will have served six years as a trustee. The society's governing document states 'Four of these members shall retire annually by rotation and shall be eligible for re-election subject to no elected member serving for more than 6 years consecutively; a fallow period of 12 months shall be required before such members become eligible for re-election.' It is thought there may be a way to override the governing document.

Action: CJ to seek advice from Vicky Dawson.

4.2. Risk Register The register was circulated prior to the meeting. There were no questions. Easy Funding to be amended to Easyfundraising.

4.3. Treasurers Report

4.3.1. *Cumulative expenditure 2021* MS tabled a report with a summary of general fund expenditure for 2021. Although annual income exceeded expenditure by approximately £3000, the society's finances continue to be in a fragile state. It is anticipated that legal fees for ongoing estate matters will put more strain on the general fund, although this will improve if issues with Castle Hotel are resolved. Concise figures will be available before the next meeting of the board.

4.3.2. *Draft budget 2022* The Interim Annual Budget was circulated prior to the meeting. The proposed expenditure budget is £27,000, based on an assumed income for 2022. Budget holders are asked to submit expenditure budgets to MS by the end of January. LG offered to provide budget figures to budget holders. In the absence of an approved budget, LG proposed regular payments continue to be made until the end of February 2022. **PROPOSAL ADOPTED**

Action: MS/LG to produce an annual expenditure/income report for the trustees.

4.3.3. *Letter to the Charity Commission* Reporting an incident to the Charity Commission is done by completing an online form, not by letter. The form must be completed and submitted at the same time. The trustees would like to view the information being submitted before the form is sent. The matter is on hold until this can be done.

Action: add to the agenda of the next board meeting on 23rd March 2022.

4.4. *Reports and accounts of the Early Dunster project* No report submitted.

4.5. *Report and accounts of the Castle Garden project* LI has briefed Nigel Pearce on the railings for the garden. SWHT has been reminded to get approval for the garden panels from the National Heritage Lottery Fund and SANHS prior to production. The final project invoice from SWHT will be approximately £4000. DD suggests there is a right of way to the garden across the Castle Hotel car park. CJ asked if volunteers could continue working in the garden while the society takes legal action against the hotel.

Action: LI/CJ to research right of access through the hotel car park.

Action: LG to ask the solicitor if volunteers can continue working in the garden.

4.6. *Report on the SANHS Estate*

4.6.1. *Castle Garden* WBW Solicitors has been instructed to issue Castle Hotel with a S146 Notice. The Notice gives the hotel 14 days to pay rent owed. The Notice will be served at the end of January.

4.6.2. *Wyndham Hall* Discussed under item 5.9.

4.6.3. *Ines Cottage Garden* Clarke Wilmott Solicitors has been instructed to execute the Heads of Agreement for the lease renewal with Nouveau Niche Ideas Ltd. Anti-Money Laundering checks are being carried out for the Holding Trustees and the society is required to make a Transfer of Ownership to the current Holding Trustees. The society will incur legal fees to do the transfer. DD suggests the society's rules for transferring ownership between Holding Trustees is sufficient for conducting this process. The solicitor has requested Brian Kirk's death certificate, and confirmation that power of attorney appointments for Lady Gass and Brian Murless encompasses acts as trustee.

Action: CC to investigate options for applying the society's rules for transferring ownership.

4.7. *Committee reports* A report was received from the Historic Buildings Committee. There were no questions. HI reported that SWHT has established a Local Heritage List, which is a catalogue of buildings and other structures of interest in Somerset.

4.8. *Report on webinars* No updates.

4.9. *Proceedings* A report from Rob Webley was circulated prior to the meeting. Costs for volume 164 were discussed under item 6.1.

4.10. *Membership* SG reported membership numbers: 309 individual; 52 joint; 39 Associated Societies; 74 institutions. The society will aim to increase membership by attending local events with a SANHS stand. The Membership Working Party will be led by SG, and will include LG, HI, and CW.

4.11. *Business Plan* No update.

5. Proposals

- 5.1. *Policy reviews* Items 5.1; 5.2; 5.4; 5.5; 5.6; 5.7; 5.8; 5.10; 5.11; 5.12; 5.13; and 5.14 will be reviewed by CJ, CW and GHS and proposed at the next board meeting. CJ proposed the Welfare Policy is separated into different policies. **PROPOSAL ADOPTED**
- 5.2. *Item 5.3 Recharging and administration costs* To be reviewed by MS.
- 5.3. *Item 5.9 Proposal to develop Wyndham Hall* A proposal to develop Wyndham Hall as a lecture theatre and independent cinema was circulated prior to the meeting. LI was thanked for her work on the proposal. **PROPOSAL ADOPTED**

6. AOB

- 6.1. *Proceedings vol 164 costs* MS explained that the society's general fund is in a fragile state and will be depleted further by legal fees. He proposed the society borrow £4000 from the Publications Fund to cover approximately 50% of the projected costs for producing volume 164. The fund will be reimbursed when payments from grants and contributors have been received. **PROPOSAL ADOPTED**
- 6.2. *Co-option of Lizzie Induni as Hon. Secretary* Lizzie Induni was co-opted as Hon. Secretary.

7. Date of next meeting

23rd March at 14:00 in the Learning Room at SHC.