



THE DEVON & EXETER INSTITUTION  
LIBRARY & READING ROOMS  
(Founded 1813)  
Registered Charity No. 1172445

### Minutes of the Board of Trustees

Held in the Reading Room at 10:45 on 7 February 2018

Trustees present: Margaret Knight (MK), Jeremy Lawford (JL), Paul Vincent (PV), Derek Knight (DK), Katharine Chant (KC), Henry French (HF), John Reeves (JR). Staff present: Emma Dunn (ED), Anne Howard (AH)

1. **Apologies:** Sandra Bond (SB), Christopher Chanter (CC), Margo Swift (MS)
2. **Conflicts of Interest:** none recorded
3. **Confidential Session – Trustees only**
4. **Minutes of the last meeting on 6 December 2017:** were agreed. Proposed by JL, seconded by PV
5. **Matters arising:** First Aid training – agreed that the DEI needs a trained first aider. AH to investigate courses **AH**  
  
DK confirmed that a fire door between the kitchen and the corridor needs to be investigated **DK**  
  
JR confirmed that the necessary alterations to the Housekeeper's contract had been made. DK noted that contracts for relief Housekeeping staff are required. **DK**
6. **Resignation of Trustees:** John Manley-Tucker, Bill Leedham, and Peter Brotherton have resigned as Trustees since the last meeting. The Charity Commission has been informed.
7. **Hon Treasurer's report**  
7(i) **Management accounts**  
JR noted that there was a £9k shortfall in income against expenditure in the Actual v Budget report. He emphasised the need to minimise further overspends in the current financial year. The £4k expenditure on legal fees was due to a c/f from last year's budget  
  
ED noted that the Project Income/Expenditure figures were not accurate as they had not yet been posted to Quickbooks  
  
JR noted that the bank balance stood at £45k but this included £12k erroneously credited from HMRC. The F&HR Committee recommended transferring £15k back into the Reserve Fund (from the £30k transferred from there in 2016). JR is talking to Julian Nowill about the transfer process. Agreed that transfer of funds could require Board approval - JR & DK to investigate the Financial regulations **JR/ DK**  
  
JR requires bids for the 2018/9 budget to be submitted by 1 April. These will be considered by the next F&HR committee and the April Board meeting. JR requested that the date of the Board meeting be changed to 18 April to allow time for this work to be carried out. JR indicated that he would be looking for an overall 20% reduction in expenditure.

**7 (ii) Buildings and Contents Insurance**

Due for renewal in March. Our brokers, Lycetts, are obtaining alternative quotes but general feeling was to renew through Ecclesiastical, the existing insurers. Discussion on pros and cons of fine art valuation. KC stated that we need insurance for fire but not theft.

JR has had offer from Christopher Hampton to update the 2008 collection valuation. Agreed that insurance cover needed further consideration for 2019 onwards. As JR is away, DK and ED will consider renewal quotations for 2018/9

**DK/  
ED**

**7(iii) Bank accounts**

The ongoing problems had not yet been resolved but JR hoped to resolve the change of signatories this week

**JR**

**8. Health and Safety**

Nothing to report

**9. Membership Secretary's report**

JL tabled an updated statistical report to 1 February. It was agreed that a monthly report should be presented to every Board meeting

**JL**

JL summarised the overall trend of a decline in membership but was hopeful that this trend would be reversed by recent actions to send out reminders when subscriptions fall due. Feedback from members on reasons for non-renewal has also been helpful to know. JL noted that reminders for subscriptions due to be renewed in February needed to be sent out. Discussion points raised were:

- Review how University membership is recorded on WebCollect
- Use Saturday opening for a membership drive
- Ensure all volunteers are trained in online and paper-based membership procedures
- Ensure membership forms are widely available throughout DEI

**9(i) Membership proposals**

The nine proposals from the Procedures and Membership Committee were discussed. After amending the proposal on Life membership, all the proposals recorded below were agreed nem con

1. Introduce a category of Life Membership based on annual subscription multiples of 18 for ages <65 and 13 for >65
  - Individuals under 65 = £1674
  - Couples both under 65 = £2484
  - Individuals 65 or over = £1209
  - Couples at least one over 65 = £1794
2. The Membership Secretary to have discretion to reduce membership rates by 25% for over 75s in cases of hardship where the alternative would almost certainly be resignation. Available only to members of 5+ years' standing, and not widely advertised.
3. Corporate Membership at £275 per annum. This option would be specifically targeted at local businesses, with a marketing campaign and introductory invitations to visit the Institution. The subscription would be payable by the company or organisation itself, and we would offer three key fobs per subscription to be used by named individuals only. Borrowing rights – to be discussed. No voting rights.

4. Day Pass £10. Maximum of three per person in any year. Available on application. No borrowing rights, key fob or voting rights.
5. Week Pass £25. Limitations as above
6. In conjunction with the next Newsletter, we renew the campaign to persuade members to let us have their email addresses and to make payments by the various electronic means available, rather than paying by cash or by cheque
7. We give careful consideration to the proposal to change to a system of subscription renewal per calendar year.
8. Provided that direct debit subscription payments can be introduced, we allow subscriptions to be paid at quarterly intervals in addition to annually.
9. University memberships, which do not have a subscription fee, to be valid for one academic year only, and to lapse automatically unless renewed.

It was agreed that the accounting implications for the Life Membership subscriptions needed to be considered

JL/  
JR

*AH left the meeting at 12:50 hrs*

**10. Hon Secretary's report**

Following discussion, the following proposal was agreed nem con  
To establish a 'virtual' working group led by the Hon. Secretary to review all DEI procedures to:

DK

1. identify changes required for GDPR compliance
2. recommend and implement any changes required to meet compliance
3. identify any costs associated with these changes

ED indicated that a volunteer, Alistair Revell, has Data Protection experience

**11. Finance and HR Committee**

The following recommendations were proposed by PV and seconded by JL and approved nem con

1. To adopt the Acas Code of Practice and Guide as DEI policy on Disciplinary and Grievance procedures and instruct the Procedures and Membership Committee to include these in the DEI policy and procedures documentation
2. To adopt the Acas model for managing staff performance at the DEI by ensuring that regular 1:1 meetings between line managers and staff are held and implementing an operational business plan and individual performance plans for the 2018/9 budget year

**12. Housekeeping and Building Committee**

The following recommendations were approved nem con

1. to change the room booking process and conditions of hire
2. to charge £3 per head for organised tours of over six people
3. That the DEI pay the £12 application fee for Courtenay room volunteers to obtain Food hygiene level 2 licence
4. Revised scale of charges for room bookings

It was agreed that the DEI should not obtain a permanent alcohol licence

**13. Programme Manager and Librarian's report**

A written report was tabled at the meeting

**14. Library, Research and Publications Committee**

A proposal to establish a Publications working group was discussed and agreed that MK will take to the Library Committee for implementation

MK

**15. Procedures and Membership Committee**

A change to the format of this committee will be discussed at a future meeting of the Chairs committee

**16. Project and Programme Committee**

Simon Cartlidge is currently being briefed to provide a scoping document to identify building issues

We are now into the last 6 months funding from HLF/ Lottery for the programme activities which will now be integrated with the University funding contract. ED is being asked to contribute to the wording of this contract which will be reviewed after 3 years

*HF left the meeting at 13:20 hrs*

**17. Resolutions from Paul Vincent****17(i)** *“That decisions made by individual Committees at meetings will be considered final, and thus can be implemented immediately.”*

This resolution was not formally proposed. However, the Board confirmed that if urgent implementation of a committee decision is required, it can be approved electronically by a majority of trustees before the date of the next Board meeting, as permitted under clause 19(4) of the constitution.

**17(ii)** *“That the Board of Trustees set up a dedicated Working Group to address income generation through membership development.”*

This proposal was agreed nem con. It was further agreed that this working group would report directly to the Board of Trustees

**17(iii)** *“That the Board of Trustees determines that daytime lectures are open to both Members, their guests and members of the public (by way of outside notice-board etc)”*

This resolution was not formally proposed as it was pointed out that free daytime lectures were a cornerstone requirement of our charitable registration. However, after discussion the Board approved that donations could be requested at free events. ED will draft a standardised wording to be used by organisers. The Housekeeping Committee will also be looking at extending the range and nature of chargeable events.

ED

**18. AOB**

JR requested that the date of the April meeting is changed to 18 April to allow time for budget preparation

It was agreed to bring forward the start time of future board meetings to 10:00hrs

**19. Date of the next meeting - Wednesday 14 March at 10:00**

The meeting closed at 14:20hrs

Derek Knight  
Hon Secretary