



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 10:16 on 9th May 2018

Trustees present: Margaret Knight (MK), John Reeves (JR), Derek Knight (DK), Sandra Bond (SB), Christopher Chanter (CC), Henry French (HF), Jeremy Lawford (JL), Katherine Chant (KC)

Staff present: Emma Dunn (ED), Anne Howard (AH)

1. **Apologies:** Paul Vincent (PV)
2. **Conflicts of Interest:** None recorded
3. **Minutes of the last meeting on 18th April:** Agreed
4. **Matters arising:**
Mary Noon will be booking First Aid course this week

DK informed the meeting that the contract for a relief housekeeper had been completed, and that he is due to meet a fire safety assessor tomorrow (10/5/18) to review concerns about the door between the Housekeeper's Flat and the Library.

5. **Chair: MK**

MK reported to the Board on the meeting of the Chair's Committee held on 3rd May. It considered the three-year forward plan, on which work was still being undertaken, as it is a working document and still quite fluid. It will be brought to the next Board Meeting after consultation with staff members. In reply to a question from ED, MK stated that the forward plan will be an overarching plan, and there will still be a separate development plan.

The Chair's Committee had also discussed and revised the Management Chart, which will be circulated for comments.

The Chair's Committee had considered the Membership Development Working Group and proposed that it merged with the Finance & HR Committee, which would take the lead on membership development. On the proposal of MK, seconded by JR, this proposal was agreed nem con.

A discussion about increasing membership took place. AH said that she and ED could organise an outreach event in, for example, in Princesshay. MK said that membership development is the responsibility of both staff and trustees. DK said that networking and spreading knowledge of the DEI were important.

The Newsletter was mentioned. A separate meeting will be held to discuss it, convened by PV and JR. CC asked how many members are without email. JL replied that it is around 50.

PV
JR

On the matter of trustee recruitment, MK has circulated a job specification for trustees. She informed the Board that she had emailed members and received around twenty responses, 6 or 7 of whom are potential trustees. Up to 4 vacancies exist. MK said that she will speak to them and give them a trustee's pack and then ask them to submit a resume. DK stated that, when trustees are appointed by the Board rather than being elected by the members at an AGM,,

then their term ends at the next AGM. They would, however, be eligible for re-election at the said AGM.

It was proposed that MK, along with JR and JL would act as a committee to sift potential trustees for appointment by the Board, and this was agreed. KC asked that gender balance be considered in making appointments.

MK

**6. Hon Treasurer's report: JR
2017/18 budget report**

JR informed the meeting that in the last quarter subscription income had risen by 76%, from £31,000 to £54,000. As the original subscription target has now been achieved, JR has increased subscription income in the budget. This means that the budget should be balanced by the end of the year, save for just under £8,000 of legal costs (most of which were incurred before the last AGM), which will be covered by reserves. Careful management of expenditure has enabled a £4,000 reduction in expenditure in the current budget.

Draft 2018/19 budget

JR presented the Board with three possible proposals for the next financial year:

- i. Leave the projected number of members and the subscription level the same as in this financial year;
- ii. Leave the number of projected members the same and increase subscriptions to £95; or
- iii. Increase the number of projected members by 5% and leave the subscription level at the same rate as this year.

JR indicated that option iii would increase the projected income by around £3,000

In the discussion that followed JL said that he strongly supported option iii. Subscriptions have risen steeply over recent years. The Board need to show the members that they are exercising prudent husbandry. HF suggested that future subscription rises should be in the three-year forward plan. There should be a strategy and rises in subscriptions should be linked to enhanced benefits for members. JL said that around £4,000 had been raised from three people taking out life membership. He had now discontinued the offer of life membership for the time being, and its operation would be reviewed by the Finance & Membership Committee

JR proposed, and KC seconded, that option iii be adopted. This was carried nem con

JR then turned to other items in the proposed budget. The Assistant Secretary's salary has been removed and a £6,000 contribution to the Librarian's salary added. There is a £7,000 provision for the bookkeeper, and £3,000 for administrative staff costs, in case temporary or contract staff are needed.

Other potential future costs include the redecorating of the Reading Room, though this could be part of a future funding bid. KC suggested that the forward plan should deal with redecoration and maintenance. JR said that a new telephone system is needed, and while there will be installation costs it will save money in the long term. DK pointed out that the fire inspection tomorrow could result in necessary work at substantial costs, though this could be capitalised. It was recognised that the proposed budget needed further work, but it was agreed in principle at the proposal of JR, seconded by KC and carried nem com

VAT

JR reported that the DEI has a total income of around £100,000 pa, and the VAT threshold is £85,000. However, the DEI is a subscription library, not a members' club, and other larger subscription libraries are not VAT registered. HMRC guidance on charities suggests that the Institution's activities are outside the scope of VAT, but we need to be careful about our use of terminology

Update on Gift Aid, audit, profit and loss, and CIO changes

JR is still investigating the position concerning Gift Aid and will report on this at the next Board meeting. The audit process has begun. The change to CIO will require a new bank account to be opened for the unincorporated association, and this is in hand.

JR

The Board thanked JR for all his work in getting the accounts into order and presenting them in such a clear manner.

7. Health and Safety: AH

AH noted that not everyone is signing in and out of the DEI. In the event of a fire or other evacuation and accurate record of those in the building would be required, and greater care must be taken in this. JL said that university students sometimes brought in friends, who were not registered. He said that vigilant office cover is needed to monitor this.

JR

8. Membership Secretary's report: JL

JL presented his report. He noted that as of Monday 7th May there were 700 members. Between 1st September and 28th February there had been 37 resignations and a similar number of new members.

JL proposed changes to the corporate membership scheme. He suggested that the three key fobs issued to corporate members would be held by a designated individual in that organisation but could in future be used by any member of the organisation, not just by three named individuals. KC questioned whether borrowing rights should be extended to corporate members. JL said this could be negotiated and would depend on the nature of the organisation. Members of a local history society, for example, may want borrowing rights, whereas members of a commercial organisation probably would not. After discussion, JL's proposals were agreed nem. con.

JR noted that currently enrolment fees are payable for each new member, not for each new subscription. Thus, a joint membership application should include two enrolment fees. This rule has not been applied consistently, and JL proposed, seconded by DK, that in future only one enrolment fee should be paid for joint membership. This was put to a vote and carried by 5 votes to 2 with one abstention.

KC asked if membership fees could be paid in instalments. JR noted that the bank will not support variable Direct Debits, but the Finance and Membership Committee would consider this further. JL stated that he already had discretion accept instalment payments and had already exercised it.

**9. Hon Secretary's report: DK
GDPR**

DK stated that, while the Board had the responsibility as the Data Controller for the DEI under this legislation, it was recommended that there should be a nominated individual to lead on Data Protection, and he was willing to undertake that role. On the proposal of JL, seconded by JR, this was approved nem con.

DK stated he had emailed members requesting that they amend their personal membership data to give consent to receive publicity communications from the DEI. So far, over 190 members have opted in and one person has opted out of receiving communications from the DEI. DK will write to members who do not have email addresses. A new paper membership form has been produced with a tick box to opt in or out.

There have been some technical issues with the website, with around 30 people reporting problems. ED stated that there are difficulties with the way WebConnect is embedded in the DEI website, and this can only be changed by the web hosting company

DK said that all trustees now have been sent DEI email address, and these should be used for all DEI business. HF asked if he needed a DEI email address, and it was agreed that he did not.

Office files on the shared drive will be eventually migrated to the new system to share files between staff and trustees. Retention and storage of paper and electronic files will be weeded in due course . DK

Events

DK informed the board of various upcoming events.

- 21st June: The David Parker booklet will be launched with an early evening event.
- 29th June: An unveiling of the restored painting of Lustleigh Cleave, with an auction. Tickets will be £20. This will be a fundraising event.
- The DEI Summer outing will feature a trip to Lustleigh.
- 29th September 2019: Todd Gray and Mark Stoye will speak at a fundraising event. A venue has yet to be identified.
- The Cathedral Choristers will sing at the Christmas party.

In view of the summer outing it was agreed to move the date of the July Board meeting to 18th July.

10. Project Manager's report: ED

ED tabled a written report which she outlined to the Board. The current project ends on 30th June, and there is much work to do to bring it to a clean conclusion and in planning for the next funding bid.

Preliminary discussions have occurred with Historic England and the Planning Department of Exeter City Council about replacing the extension which currently houses the gentlemen's lavatory. Both are supportive. A replacement could provide space for offices and lavatory facilities, freeing up the Stirling room and the two rooms at the front of the building.

The Bookworms have proved very successful, with thirty families wishing to participate. There are only 12 places, so ED is considering how best to accommodate them all. ED

Partnership development work will continue with RAMM, the University and the newly appointed Education Officer at the Cathedral. ED

ED then presented a curatorial proposal to the Board. AH said that there was a need to look again at the disaster plan in the light of the recently produced catalogues of art and furniture. KC suggested that a display of contemporary art work be considered.

On the proposal of ED, seconded by CC, the curatorial proposal was accepted on a show of hands.

At 12:35 CC and HF left the meeting

11. Librarian: AH

There has been a visit from the Digital Humanities Team at the University of Exeter. They are interested in digitising transactions, images and rough notes of the Exeter Diocesan Architectural Society.

The online catalogue issue remains unresolved.

Lindsay Roderick is cleaning images and then taking them to the Devon Heritage Centre, where melinex covers of the correct size can be produced, facilitating efficient storage.

AH reported a cataloguing backlog because Paul Auchterlonie has been unavailable. MK said that there is need for another cataloguer, possibly someone training to be a librarian. KC suggested a future funding bid could consider this need.

AH also reported that the student booking system is working, and that she is now able to change the website. She said that additional office cover was needed.

12. Standing Committee reports and recommendations

JR suggested that as the Finance Committee is now also responsible for membership development it should be strengthened by the addition of PV, JL and Shane Comie. This was proposed by JR, seconded by MK, and agreed.

MK stated that the committee will need new terms of reference.

12. i Library, Research, Publications and IT Committee

Bob Higham has left this committee after his one year term of office

With regard to the Devon Bibliography, it was agreed that whilst the DEI would like to support this, there are no available staff to do so. It was suggested Ian Maxted be offered the opportunity to work on it at the DEI.

All other matters covered by this committee's report had already been covered.

13. AOB: There being no other business the meeting concluded at 12:55.

14. Date of next meeting: Wednesday 13th June at 10:00