



DOLPHINS HALL MANAGEMENT COMMITTEE

New Church Street, Tetbury, GL8 8DS

Charity Number: 274956



MONTHLY TRUSTEE MEETING THURSDAY 26TH JULY 2018 TETBURY TOWN COUNCIL OFFICES

Present	Apologies
Steve Scott (Chair – Youth Club)	Richard Norris (Football Club)
Sandra Ball (Tetbury Town Council)	Richard Witchell (Tetbury Upton Parish Council)
Jamie Ponting (Resident)	
Paul Jones (Cricket Club)	
David Hobson (Dolphins Dramatic Society)	
Kevin Farnham (Film Society)	
Patricia Burrell (WI)	
Jon Easterbrook (Tetbury Town Council)	
Stephen Hirst (Guest – Tetbury Town Council)	
Rob McCorkell (Guest – Tetbury Town Council)	

1. CHAIRPERSON'S OPENING COMMENTS

The Chair, Steve Scott (SS) convened the meeting at 7.00PM and opened by offering Stephen Hirst (SH) and RM the opportunity to attend the meeting as non-participating guests. They accepted the offer and subsequently the Chair asked his fellow trustees if they were happy for guests to be present. There were no objections.

SS noted it would likely be a long meeting and thanked trustees for their commitment. It was also noted since the last meeting, Ashley Kimber has also resigned as a trustee. No correspondence has been received by Victor Bridgement, although Sandra Ball confirmed he had not been part of the meetings of the trustees who had recently resigned.

2. APPROVAL OF PREVIOUS MINUTES

The following meetings were approved as a true and accurate reflection of the meeting:

- 20/06/2018 – Patricia Burrell (PB) proposed and David Hobson (DH) seconded. All other trustees in favour, apart from Jon Easterbrook (JE) who abstained as he had not been receiving emails. *It should be noted there are two sets of minutes for this meeting – one for public publication and one confidential set for trustees only. The letter from Stephen Holley is to be attached to the confidential set and shared to trustees by SS now he is in possession of the document following his meeting with Stephen;*

ACTION: SS

- 26/06/2018 – SB proposed and PB seconded. All other trustees in favour apart from Jon Eastbrook (JE) who abstained as he had not been receiving emails and DH who was not present at the meeting. PB did note the minutes should reflect at no point had a builder been confirmed and that the terms of the original proposal had not been met. All agreed to this caveat;
- 21/07/2018 – deferred as insufficient individuals present who attended this meeting;
- 24/07/2018 – PB proposed and DH seconded. All other trustees in favour. Paul Jones (PJ) noted there appears to be some uncertainty over the origin and purpose of the £225,000 grant. This was acknowledged by the trustees, with SS confirmed clarification would be sought on this point.



DOLPHINS HALL MANAGEMENT COMMITTEE
New Church Street, Tetbury, GL8 8DS
Charity Number: 274956



3. ACTIONS FROM PREVIOUS MINUTES

The following updates were provided on the outstanding actions:

DATE	NUMBER	ACTION	OWNER	TARGET DATE	UPDATE
24/07/2018	001	Heads of Committee to review immediate concerns and form interim plan of action.	JP, KF & PB	31/07/2018	Closed – reviews have been completed and updates will be given under the relevant agenda items.
24/07/2018	002	Letter of thanks to be sent to trustees who have resigned.	SB	31/07/2018	Closed – letters have been sent by SB.
24/07/2018	003	Contact to be made with Rugby Club & Feofees to request new representation.	SB	25/07/2018	Open – not yet done.
24/07/2018	004	Discuss with AK his continuing availability to work the bar.	SB	25/07/2018	Closed – AK has resigned and will not be available for bar work.
24/07/2018	005	Produce warning signs for each entry to The Rec.	SB	31/07/2018	Closed – SB has produced A3 signs and PJ will position these on the entrances to The Rec.
24/07/2018	006	Issue statement regarding recent events.	SS	25/07/2018	Closed – to be covered under PR section of the agenda.

4. CORRESPONDENCE

SB has received a letter from a resident (see Appendix 1) who wants assurances his booking will be honoured and the hall in an appropriate state. PB said she has phoned him to discuss and confirm all operations are business as usual, although SS confirmed he will officially respond as well in his role as Chair.

ACTION: SS

5. CHAIRPERSON'S REPORT

Appendix 2 was read out by SS. The key theme of his report was we had to learn from previous mistakes and become a professional operation. He also noted Maggie Heaven confirmed she was currently taking a break, so would be unable to provide copies of all relevant paperwork until 7th August.

Appendix 3 is a copy of an email which SS recently sent to Stephen Holley following his appointment as Chair.

From the report there were two resolutions which were proposed:



DOLPHINS HALL MANAGEMENT COMMITTEE

New Church Street, Tetbury, GL8 8DS

Charity Number: 274956



SS wished to remove the Chair's Budget of £500 which he had previously proposed under the former Chair. He felt the budget had caused unnecessary issues. Kevin Farnham (KF) acknowledged we needed the ability to react to emergency situations and SS confirm this will be possible as part of his proposals under the new sub-committee structure. DH was supportive of the proposal, although noted the purchase of bar stock or cleaning materials should be an exception. PB proposed and PJ seconded. All other trustees in favour.

SS also proposed for all minutes to be made public as per the agreement at the first meeting after the AGM. He suggested the first published minutes should be from 24/07/2018 when he became Chair. Jamie Ponting (JP) suggested given the recent public comments we should make all previous minutes publicly available, not just those moving forward, although did acknowledge there was no requirement to do so under Charity law.

PJ was supportive of sharing all minutes as he believed everyone should be accountable for previous decisions and he felt this would be received positively by the public, although did state we should review the minutes under our GDPR requirements to ensure we would not be sharing any personal data. SB believed previous minutes should not be shared as there was no need to do so and instead we only share those minutes moving forward.

KF noted on the website all minutes were published up until July 2016 had previously been published, so the gap of non-published minutes was only a couple of years. SS felt we should begin publishing as per his proposal with the option to review this should we receive requests for other minutes. JP proposed this and JE seconded. All other trustees were in favour, apart from SB who abstained.

ACTION: KF

At the end of his report, the Chair was asked as to the approach which should be taken by the remaining trustees in respect of some of the claims made within the resignation letters. SS suggests in the spirit of the new openness of the committee, an investigation should take place and an offer made to any of the resigned trustees to provide any evidence they may have. As a starting point, SS suggested he should put together an outline procedure as to how the investigation should be handled. KF proposed and PJ seconded. All other trustees were in favour.

6. HOUSE REPORT

PB has investigated the hiring of a cleaner. Two firms have been contacted and are unable to provide a service, while Tetbury Cleaner are able to offer their services at £15 + VAT per hour, per person. This was felt to be reasonable.

PB also confirmed she was unaware of who completed laundry for the Dolphin's Hall, although Saxon confirmed there was a number of dirty tablecloths which needed laundering. SB offered to discuss with a contact she has to see if they could be done.

ACTION: SB

PB was concerned about the contact details now being out of date for those wishing to make bookings or to discuss them. Stephen Holley has agreed to Tetbury Town Council providing this facility for six weeks and KF will update the website.

ACTION: KF



DOLPHINS HALL MANAGEMENT COMMITTEE

New Church Street, Tetbury, GL8 8DS

Charity Number: 274956



It was noted assistance is required setting up the room and running the bar for The Lions meeting on 01/08/2018. PJ, KF & SS will set up the room, while SS and his son will run the bar on the evening.

PB has purchased a new supply of kitchen materials and put these on the Dolphin's Account at Tetbury Hardware and SS acknowledged a budget for House should be set up for the interim period. It was suggested a budget of £500 valid until 09/09/2018 would be appropriate. JP proposed and DH seconded. All other trustees were in favour.

It was noted the booking information passed over was incomplete, with a number of items noting 'Ask [REDACTED]'. Rather than discuss these individually during the meeting, it was agreed PB should contact [REDACTED] to clarify requirements.

It was proposed to cease the locking of The Hampton Street Car Park. PB proposed and PJ seconded this. All other trustees were in favour.

7. ADMIN REPORT

KF confirmed he had spoken with the webmaster and he has now been granted edit capability for the website. He also noted the maintenance contract which exists is due to end at the end of July. The contract provides one hour of maintenance a month which accumulates if not used and costs £80 a year. KF proposed we extend this for a further year and PB seconded. All other trustees were in favour.

ACTION: KF

It was confirmed the Facebook page is now under control.

[REDACTED] has yet to deliver the bank statements and financial records as she indicated she would by 25/07/2018. It was discussed how we now have no signatories remaining on any of the accounts and this should be sorted as a priority. It was recommended the three signatories moving forward should be increased to four, with PB, SS, KF being the named individuals, plus the new treasurer once one was identified. JP proposed and SB seconded. All other trustees in favour.

ACTION: KF

SS also requested we formally acknowledge that KF has been given permission to represent the Dolphin's Hall in respect of our finances and handling our bank accounts. DH proposed and SB seconded. All other trustees in favour.

KF noted [REDACTED] retains access to our online banking and has offered to process payments in the interim. It was noted for [REDACTED]'s personal benefit, it would be sensible that we provide her written confirmation, on a transaction by transaction basis, of any action we wish she takes. As Chair, SS could do this, however as KF has delegated authority to handle bank accounts from the trustees he would be best placed to do so.

Our insurance policy runs out in April 2019 so is of no processing concern, although JP noted if we are to proceed with any building developments we should review the policy to ensure we have sufficient coverage. While discussing insurance, PB noted while fire extinguishers had been tested, the correct notices had yet to be displayed within the hall.



DOLPHINS HALL MANAGEMENT COMMITTEE

New Church Street, Tetbury, GL8 8DS

Charity Number: 274956



The Charity Commission website needs updating. [REDACTED] had confirmed she would do this earlier on today as she has the password, although on checking during the meeting this had yet to be completed. KF has asked for the password so he can update it himself.

The Premises licence according to the CDC website is in the name of the trust, rather than any of the departing trustees so no further action should be necessary. It was noted however Maggie Heaven had previously been very clear in confirming the licence was in her own personal name, so this should be reviewed.

ACTION: KF

DH suggested we ensure WorldPay card machine details are reviewed and any necessary changes made.

ACTION: KF

PB noted her concerns with the accounts which had recently been audited and how we how these had not been presented to trustees prior to auditing to allow comment. PB has found errors within them and both JP and KF acknowledged the accounts failed to highlight a proportion of the funds were not listed in the accounts as 'restricted'. This is of a concern as doing so is one of the conditions of the allocation of the funding. KF is looking into the accounts and how they were compiled.

8. NEW BUILD PROJECT REPORT

Appendix 4 contains a copy of the project report shared by JP prior to the meeting. JP gave an overview of the report, confirming his main findings were:

- The delay in the project team sharing any plans with the other trustees has resulted in a situation where we are just weeks away wishing to start the project, but are unable to due to plans not yet being agreed;
- The existing plans appear to be in breach of a number of the clauses within the relevant contractual agreements for the funds;
- The lack of public consultation and interaction with key user groups means we are at risk of delivering a project which will not materialise the level of benefit such a spend should.

JP also confirmed he had spoken with Ian Maslin and no letter of intent had as yet been provided to the builder. PB stated no builder had yet been agreed and KF highlighted there is currently a lack of faith which can be placed in the tendering process.

SB asked if based on the information available, we were in a position to commence a build on 09/09/2018. The general consensus from trustees were that we were not.

JP highlighted the most processing concern is to arrange a meeting with Mark Parker to discuss the time limit on the Big Community Fund grant as if this could be extended we would have sufficient time to agree plans and conduct a public consultation. SB stated this was not an option.

SS said his main concern is we could spend £750,000 only to do a grand opening where people attend and comment 'is this it?'. It was also noted recent comments on Facebook since the resigned trustees had disclosed the funding available and the cost of the project had been largely negative, with the community feeling this was too big a spend for what was being delivered.



DOLPHINS HALL MANAGEMENT COMMITTEE

New Church Street, Tetbury, GL8 8DS

Charity Number: 274956



It was agreed all the relevant due diligence must be completed before we can finalise plans, although there should be a great deal of urgency placed on ensuring we do this as quickly as we can.

RM at this point called out he had previously offered to Maggie Heaven a pro bono contract where he could support the project and provide the benefit of his professional advice. At this point, RM also shared his vision of how to run the project (Appendix 5).

He felt though we should proceed and issue a letter of intent to the builder, as we could look ensure we had a penalty free clause to exit the arrangement up until the day before commencement of the build, in this way, the trust would not lose anything from doing this. PJ said while the trust might not, the local builder would suffer and this was not acceptable.

After much debate and discussion, RM & SH left the meeting. PB and KF felt now would not be the time to hand over control to RM and as management trustees we have a responsibility to oversee this ourselves. PJ felt we had just received a good 'sales pitch' but was unsure as to exactly what we had been sold.

It was agreed JP and SS would hold a follow up meeting with SH & RM.

ACTION: JP

At this point SB left the meeting.

9. STRATEGY TEAM

SS proposed a strategy team be formed so regular meetings could be convened outside of normal meetings by the Chair and the Heads of Committee. He wished to make this a formal arrangement due to the lack of transparency with trustees previously. PJ proposed this and JE seconded. All other trustees were in favour.

10. PR STATEMENT

A short statement was discussed and agreed, which SS immediately issued on the Facebook page.

It was also agreed no comments would be deleted and trustees themselves would not engaged in individual discussions on social media.

11. NEXT MEETING

It was agreed the next meeting would be at 7PM on Tuesday 31st July 2018, to be held at Tetbury Town Council Offices.



DOLPHINS HALL MANAGEMENT COMMITTEE
New Church Street, Tetbury, GL8 8DS
Charity Number: 274956



12. OUTSTANDING ACTIONS

DATE	NUMBER	ACTION	OWNER	TARGET DATE
24/07/2018	002	Letter of thanks to be sent to trustees who have resigned.	SB	31/07/2018
26/07/2018	007	SS to share with trustees a copy of Stephen Holley's letter referred to in the minutes of 20/06/2018.	SS	31/07/2018
26/07/2018	008	SS to respond to resident letter regarding existing booking.	SS	31/07/2018
26/07/2018	009	KF to publish minutes from 24/07/2018 forwards on the website.	KF	07/08/2018
26/07/2018	010	SS to put together procedure for investigation into former trustee's claims within resignation letters.	SS	07/08/2018
26/07/2018	011	SB to investigate laundry options.	SB	31/07/2018
26/07/2018	012	KF to update booking form and contact details on the website.	KF	31/07/2018
26/07/2018	013	KF to extend maintenance contract for the website.	KF	31/07/2018
26/07/2018	014	Update signatories on bank accounts.	KF	31/08/2018
26/07/2018	015	Review licence to ensure it is in the name of the trust.	KF	31/08/2018
26/07/2018	016	Review WorldPay card arrangements and update as appropriate.	KF	31/08/2018
26/07/2018	017	Arrange a meeting with SH and RM to discuss project route forward.	JP	28/07/2018



DOLPHINS HALL MANAGEMENT COMMITTEE
New Church Street, Tetbury, GL8 8DS
Charity Number: 274956



13.

DECISIONS MADE

DECISION	FAVOUR	REJECTED	ABSTAINED
Approval of minutes from 20/06/2018.	SB, JP, PJ, DH, KF, PB	N/A	JE
Approval of minutes 26/06/2018.	SB, JP, PJ, KF, PB	N/A	JE, DH
Approval of minutes 24/07/2018.	SB, JP, PJ, DH, KF, PB, JE	N/A	N/A
Publication of minutes from 24/07/2018.	JP, PJ, DH, KF, PB, JE	N/A	SB
Budget of £500 allocated to House Committee valid until 09/09/2018.	JP, PJ, DH, KF, PB, JE, SB	N/A	N/A
Cease locking of Hampton Street Car Park overnight.	JP, PJ, DH, KF, PB, JE, SB	N/A	N/A
Extend maintenance contract for the website for another year.	JP, PJ, DH, KF, PB, JE, SB	N/A	N/A
Increase bank account signatories on file to four (from three) and initial allocate this role to SS, PB & KF.	JP, PJ, DH, KF, PB, JE, SB	N/A	N/A
KF given permission to handle bank accounts.	JP, PJ, DH, KF, PB, JE, SB	N/A	N/A
Form a Strategy Team comprising of SS, PB, KF & JP.	JP, PJ, DH, KF, PB, JE	N/A	N/A

Signed
By Chair of the Trustees

Dated

Appendix 1

From: Mrs S. Ball [REDACTED]
Subject: FW: GOLDEN WEDDING LUNCH – 8th SEPTEMBER 2018
Date: 30 July 2018 at 13:03
To: Steve Scott [REDACTED]

SB

From: Mrs S. Ball
Sent: 27 July 2018 10:22
To: 'Christopher French' [REDACTED]
Subject: RE: GOLDEN WEDDING LUNCH – 8th SEPTEMBER 2018

Dear Chris

After a meeting last night Scotty, the new chair of the DH will respond to your email originally addressed to me, however I did want to make some response.
I can, assure you that nothing will change with regards to your booking and all of your points will be met.

Kind regards

Sandra

Cllr. Sandra Ball
Mayor of Tetbury

E:sandraball@tetbury.gov.uk

From: Christopher French [REDACTED] [mailto:chris.french@tetbury.gov.uk]
Sent: 26 July 2018 11:25
To: Mrs S. Ball <sandraball@tetbury.gov.uk>
Cc: Saxon & Alan Greenway <saxon.greenway@tetbury.gov.uk>
Subject: GOLDEN WEDDING LUNCH – 8th SEPTEMBER 2018

Dear Sandra,

Saxon Greenway has suggested I speak to you about the effect the mass resignations of the Dolphins Hall trustees this week will have on our forthcoming Golden Wedding Lunch at the hall on 8th September 2018, rather than approach the Town Council staff who I am told are already under pressure.

Our arrangements for the lunch are now almost complete and we have over 70 people attending from all over the country as well as many friends from our adopted town of Tetbury and we are particularly concerned about the resignations of the bar staff and the cleaner who opens and closes the hall.

Can you reassure me that:

- The bar will be open as promised.
- Someone will open the hall at 09.00. and close at 18.00. as arranged

- The hall will be cleaned after the previous booking on the Friday night.
- All the services will be functioning and the toilets clean.
- The round table clothes are clean and available for the dining tables.

If you have any difficulty with any of these items we are prepared to forego use of the bar and are happy to open and close the hall ourselves providing the key can be available on the Friday.

If you are not the person to speak to about these issues perhaps you can pass this on to the right contact.

If it helps please give me a ring on [REDACTED] or [REDACTED].

Kind regards. Chris French

Sent from [Mail](#) for Windows 10

Appendix 2

Dolphins Hall Trustees Chairs Report 26th July

Introduction

We need to learn from our mistakes. Looking back a culture of multi-person email exchanges and meetings with large numbers of very different people being presented on the spot partial information and having to make decisions was always, at some point, going to break down.

We cannot change what has happened but we can do our best to try and ensure it does not happen again. Over the coming months, we really need to develop a good set of working procedures that allow us to operate effectively as a board of trustees and then ensure we follow them even when things get difficult. When procedures don't work, as we won't get them right first time, we should be able to amend them and we need to make sure we put procedures in place for that as well.

Even though we are a group of voluntary trustees we need to do our best to become a board that behaves professionally at all times. Even, in fact especially, when there is disagreement, which I am hoping there will be plenty of.

However, right now we don't have the luxury of the time to sit and develop a detailed set of procedures that cover everything we do. So I am hoping that we can at least agree on some overarching principles that can guide us through the next period until we have the opportunity to do a more in-depth exploration of procedures. Even then I hope our procedures are implemented under these principles.

The first is to try our best to not present people with having to make on the spot choices with incomplete information and no time to process it.

If we have things to decide let's try and get all the information we can out in advance and give people time to digest it and ask all the questions they need to ask before they have to make any decision.

Because of our current situation that won't always be possible but we should try to do it where we can.

Secondly, let's remember unity is not about all being in agreement. In fact, I hope we have many debates with many different opinions and disagreements over the coming weeks. It's only by hearing multiple sides of an argument can you truly have confidence that you may have reached a good decision.

Thirdly, remember that someone disagreeing with your point of view shouldn't be personal. I am great friends with many people I totally disagree with on many many things. We must learn to not take disagreement personally. Make sure when you disagree that you disagree with someone's opinion not them as a person. No personal attacks. When you disagree, explain why you disagree rather than just dismissing someone's point of view and remain respectful that they are entitled to their view even though you disagree with it.

Fourthly, at some point, we do have to reach some decisions, even when there are still different opinions, and this is where it gets hard. I hope over the next few months we can learn to be a team that disagrees whenever we need to but can then come around the final decision as one while remaining totally respectful to each other. Easy words to say but hard to do.

Finally, remember it is fine to change your mind. Being able to change your mind is a sign that you are prepared to listen to others, process what is being said and come to a new conclusion that was different from the one you started with.

If we can manage these few principles I think we stand a good chance of making some progress and putting together a hall and recreation ground the town can be proud of.

Appendix 3

From: Steve Scott scotty@me.com
Subject: FYI: DH Trustees Update
Date: 26 July 2018 at 16:26
To: Clerk townclerk@tetbury.gov.uk



Hi Stephen

I am sure you have seen more DH trustees and ex-trustees in the last few days than you would normally see in a month. I hope you are getting some of your actual work done.

I thought I would give you a quick update on where we are currently in case you are asked by councillors.

Tonight (Thursday) there is an emergency meeting of the remaining trustees. Having had 48 hours to digest where we are at. Tonight is about making sure that we can honour and fulfil any bookings we have over the next month and have initial high-level discussions on how we as a board move on from here.

At this time we have not yet received any documents or paperwork from the ex-chair or ex-vice chair so are not really in a position to continue the processes they were involved in until we do.

Colin has said he will get all he has to us next week which should allow us to assess fully where we are with the new build. Colin was the only person with all the documentation on this so until we have it it will be hard for us to come to any decisions or have any really meaningful meetings.

Maggie has taken a break and has said she will hand over all her documentation when she returns on the 7th of August so it will be a little while before we can fully know what else she was handling that needs picking up.

It would be probably good to grab a meeting with you soon so you can express your concerns and maybe brief us on what the current expectations of the council are. Unfortunately, full information of agreements and deals has not been made known to the trustees as a whole so you may need to fill us in in a few places where our knowledge is currently lacking. Especially if we don't get all the paperwork as quickly as hoped.

There are many FB posts going around about how the remaining trustees don't want to see the new build go ahead. Can I assure you that this is not the case and we are all keen to see the town have better facilities? We do have some concerns over the current specifications not being as good as we believe they can be but will work very hard to resolve these and keep the project going forward as fast as we can while maintaining an appropriate amount of due diligence the spending of almost three-quarters of a million pounds deserves.

Thank you for your support.
I look forward to working with you and the council as we go forward.

Steve Scott (Scotty)

Appendix 4

PLAN OF ACTION

- Phase 1: Obtain all Documentation Required
Understand the position we are actually in.
1. Obtain copy of Section 106 agreement for The Dormers (13/02727) to clarify whether any rules apply to the allocation of this funding;
 2. Obtain a copy of the paperwork from Gloucestershire County Council in respect of the extension provided on the Big Community Fund Capital Grant;
 3. Obtain a copy of the agreement with Tetbury Town Council over the allocation of funds for Hampton Car Park;
 4. Full bank statement for the Project Account and corresponding approval of any spending from monthly minutes.
- Phase 2: Review Project Account
Ensure funding to date has been spent correctly and approved by trustees.
1. Specifically records pre-2016 as it would appear the opening amount at this point was £39,016.21;
 2. GCC made a transfer on 15/08/2016 of £202,621.37 with a reference to this being for the Youth Club, at what point was the remainder of the £225,000 received.
- Phase 3: Meet with Town Council
Understand the current position and steps required to be taken to allow TTC to manage the building contract.
1. Gain confirmation of VAT position;
 2. Set out Terms of Reference for joint Project Steering Committee;
 3. Gain approval from trustees of Terms of Reference and subsequent management of the contract by TTC;
 4. Understand the situation in respect of the Public Work's Loan;
- Phase 4: Meet with County Council
Understand the history, current state and potential future state of the Big Community Fund Capital Grant received.
- Phase 5: Put together Project Budget
Have an accurate picture of funding available, when it will arrive, when it could potentially be withdrawn and other sources of funding not yet obtained.
- Phase 6: Public Consultation
Seek the views of the public, going back to the fundamental basis of what they want from the spending of this money. Being open and transparent confirming any restrictions in respect of funding and the challenges we've faced to date.
- Phase 7: Design suitable Project Build.
Taking into account funding available, restrictions on funding, user group requirements and public opinion.

INITIAL OBSERVATIONS

1. We haven't got all the information we need to clearly understand the finances available to use for the project, although it shouldn't take long to piece all this information together. Without a clear view of our financial picture, we are not in a position to engage with a builder.
2. Based on some of the conditions in the funding agreements, it would appear the proposed extension would see us failing to meet our requirements under the funding and therefore making the trustees potentially liable to subsequent claims from the community or TCC in the future.
3. We haven't got a set of agreed drawings which makes it impossible for a builder to enter into a fixed price contract. Given this was one of the conditions from TTC and also one of the conditions the trustees placed as part of provisionally agreeing the chosen contractor, we are in a position to contract with any builder.
4. The existing drawings have a number of fundamental flaws in terms of positioning of the kitchen and bar, the drainage, the number of toilets and lack of storage to name a few. It would therefore seem we are someway off agreeing these even now.
5. Only one element of the funding has a time limit attached to it and assuming the Public Work Loan is available and VAT is reclaimable on the S106 funding, the remaining £192,000 which has time pressures associated represents just 20% of our current funding. We shouldn't let this potentially dictate the rushed and failed spending of the rest of the funds.
6. The current design has been produced by a sole trustee with feedback being given that user groups have not been appropriately engaged. Neither have we held an Open Meeting and Public Consultation. Given we are supposed to be acting in the interests of the residents and user groups of Tetbury, I feel this is an absolute necessity and should happen sooner rather than later and definitely before we finally agree a build. The Peacock agreement also requires us to complete this exercise.
7. The issuing of a single contract for the complete build is against best practice where the build should be split into multiple contracts (i.e. up to damp, up to roof plate etc.).
8. There are numerous avenues of funding which appear to have been untapped and not considered at this point. We should actively look for further funding opportunities to extend our budget.
9. We need to remove all the history which has seen us get to this point and look forward. Many arguments have been made as to whether we should complete an extension, or do a new build, or do something completely different. Our starting point should be what's best for the community and move forward from there. We need to aim high and scale backwards, rather than sell ourselves short. The current design would see us spending £700,000, but what extra would we be providing the community and our user groups? This is a once in a life time opportunity and we must get it right!

DH Refurb Suggested Stakeholder Roles and Responsibilities

1. Stakeholders

- a. Tetbury
 - i. Population 5472 @ 2011 and rising.
- b. TTC
 - i. 15
- c. DHMC
 - i. 10
- d. Maslin & Clark
 - i. TBC
- e. MS Construction
 - i. TBC
- f. Clearly it is impossible to run any project with every stakeholder involved in the day to day running of the project.
- g. At this point the project has to assume that the public consultation has been adequate to represent the wishes of the population and start reducing the number of stakeholders who will be involved in the management of the endeavour.
- h. Further a Project Board of 25 + Architect and Builders is also unworkable.
- i. As a result normally a project is governed by a project board formed from the various stakeholders and constrained to a manageable, functional and effective membership. All members are key contributors and must remember they are not there to watch.
- j. With this in mind it is suggested that the oversight of the project be developed as below which is a fairly standard project management format.

2. Project Roles

- a. Project Board
 - i. **Must** be available to meet at agreed points in the project lifecycle.
 - ii. **Must** be contactable and engaged to respond to escalations.
 - iii. **Must** understand the project mandate and agreed scope and act in pursuit of achieving that.
 - iv. **Must** understand that any change to scope will have an effect on Time Quality & Cost (TQC).
 - v. **Must** be a suitable, qualified and experience person (SQEP) to fulfil their role on the Board.
 - vi. **Must** understand that this role carries responsibilities for which they will be held accountable by the SRO and any higher corporate entity, in the case to of public or charitable works the appropriate mandatory authority.
 - vii. **Must Not** represent their own interests or those of any sub group without openly declaring it as such.
- viii. SRO
- ix. Sponsor
- x. Senior User
- xi. Scrutiny & Assurance

1. In high value or high risk projects this may sit outside the project as a separate entity.
 2. In low value low risk projects this could be done by the Sponsor/Senior User/PM
- xii. PM
 - xiii. PCO
 - xiv. Rep from principal designer (PM)
 - xv. Rep from principal contractor (PM)
- b. SRO
- i. Executive level. Ultimately in overall charge of the project. Has final responsibility to ensure that is run correctly and achieve the required outputs to TQC. Normally chair of the project board. Either the sole budget holder or the individual responsible for largest chunk of the budget. Accountable to the NAO or other mandatory authority depending on public or private capital funding. Generally an individual with ownership of many enterprises so will delegate authority for the day to day oversight to the Sponsor/Board/PM.
 - ii. Appointed from the primary budget holders org.
 - iii. SQEP in Portfolio, Programme & Project Management and advantage but not essential that's what the Sponsor & PM provide.
- c. Sponsor
- i. Executive Level. Carries day to day responsibility for the oversight of the project. With delegated authority from the SRO makes decisions within defined boundaries. In smaller faster projects particularly run in a SCRUM or AGILE environment may focus on tracking the broad picture for TQC (Time Quality & Cost) against scope management in order to free the PM from constraints to permit a sprint and regain methodology.
 - ii. Normally appointed from the primary budget holders org.
 - iii. Should be SQEP in Portfolio, Programme & Project Management
 1. If the project becomes more complex than at first thought the sponsor may split it into smaller more manageable projects and act as the programme manager.
- d. Senior User
- i. Appointed to the Project Board by the user group
 1. Representatives of all primary users in the user community. They will appoint a Senior User to the project board.
 2. The user group will meet regularly and receive reports from the senior user who acts as their conduit to the Programme Board.
- e. Scrutiny & Assurance
- i. All projects require due diligence both financially and in relation to their project governance. This should be provided by an individual or group as independent to the project as practical but more importantly SQEP.
- f. Project Manager
- i. Responsible for the day to day running of the project, reports directly to the sponsor. Will make decisions within set delegated authority and escalate if required. In an AGILE or SCRUM environment may be given a completion target and financial Limit of Liability (LOL) then set loose until the next regain meeting.

- ii. May be appointed by the project board from the Budget Org, User Group, Principal Designer, Principal Contractor or a Project Board appointed specialist.
 - 1. The appointment of an external specialist is normally used when there are specific issues to be considered such as prejudicial interests, challenging timelines or highly complex works.
 - iii. The Principal Designer and Contractor may well have project managers of their own appointed to their part of the project if so it must be clear that it is the Project Board appointed PM who is in charge and responsible to the Sponsor. In this case may be referred to as a programme manager if separate projects are working towards the end goal.
 - iv. Should be SQEP in Project Management
- g. PCO
 - i. In Larger projects a Project Management Office (PMO) or similar will be formed within this the project support and control element will be housed.
 - 1. Support covers a variety of areas from checking financial forecasts and chasing the PM for reports to the placing of orders, dealing with VAT and paying bills
 - 2. Control if effectively providing additional oversight and ensuring that the Sponsor, PM and Board stay legal and within the parameters of the agreed mandate, scope and budget.
 - ii. For this project a single project control officer would suffice.
- h. Principal Designer
 - i. Sole or primary design provision
 - ii. Has various responsibilities additional to design such as initial CDM2015
- i. Principal Contractor
 - i. Sole or primary design provision
 - ii. Has various responsibilities additional to design such as subsequent CDM2015

3. Suggested Appointments

- a. It must be made clear that in the case of the DH Refurb it is unavoidable that individuals hold multiple appointments within the endeavour, TTC and DHMC for example. These individuals must be clear in what capacity they are acting WRT the project to avoid either perceived or actual conflicts of interest. The guidelines followed by TTC in these matters should be sufficient.
- b. This is only a suggestion and some individuals may be SQEP to fulfil more than one role
- c. It is recommended to appoint a Project Board to complete this project to TQC, it should consist of.
 - i. Board Members
 - 1. SRO & Chair
 - a. Mayor
 - 2. Sponsor & Deputy Chair
 - a. TBC SQEP
 - 3. Senior User
 - a. DHMC Chair

- i. Supported by Trustees
- 4. Scrutiny & Assurance X 2
 - a. TTC F&S Chair
 - i. Supported by F&S Committee & DHMC Finance
 - b. DHMC Finance
- 5. PM
 - a. Currently Principal Designer
- 6. PCO
 - a. Town Clerk
 - i. Supported by TTC
- ii. This list is in no particular order and no member holds precedence other than any laid down in Board ToRs if written. Otherwise the Chair remains the final arbiter.
- iii. Although this could be perceived as a short and low time scale project all the funding has effectively been sourced from public/community money (grants, loans & S106) so it is extremely important that the project is governed correctly (£1M of community money is an emotive number). The funding is extremely tight and will need to be managed proactively but also the time scale is initially extremely tight due to certain caveats on part of the funding, this also needs to be managed pro-actively. This would define the project currently as high risk if it is to be initiated in time to meet the terms of the caveat so it is essential that the board members are SQEP to fulfil their roles.
- d. In addition to the members the Board should be supported as required by;
 - 1. Principal Designer
 - a. Maslin & Clark
 - 2. Principal Contractor
 - a. MS Construction