Freegle Limited - Board Meeting Minutes

Date: August 6, 2025 **Time:** 7:00 PM **Location:** Zoom

Present: Cat Fletcher (CF), Neil Morris (NM), Matt Fletcher (MF), Penny Townsend (PT), Edward Hibbert (EH), Wendy Lishman (WL), Mike Patterson (MP), Jen Williams (JW) (joined at 7:16 PM)

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1. Apologies for Absence

An apology was received from Bill Hopkinson (BH).

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2. Review Declarations of Interest

The board reviewed the declarations of interest, with no new changes or conflicts noted for this meeting.This can be found here

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3. Previous Minutes

The minutes from the 2 July 25 meeting were **approved by the board**, with MP abstaining.

Matters Arising:

- **Volunteer Coordinator:** NM met with Stella (Freegle Cakes) regarding the volunteer coordinator role. Stella ultimately felt the role was too extensive to be a volunteer position and suggested it should be a paid role. NM will follow up with Stella in 3-4 weeks to explore other potential contributions.
- **Action 250806.01:** EH is to produce a funding curve for the council's work and share it with Natalie and Anna, then with Jane.

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4. AGM Discussion and Questions

4.1 Acceptance of Reports

The board agreed that formal approval of the individual reports is not required. Instead, the board will draft an **overall Board Report for the AGM**, which will be shared on a Google document for comments before its final approval.

- **Action 250806.02:** NM to produce the board report for the AGM.

Wendy Lishman (WL) was appointed as an **additional returning officer** for the AGM, proposed by NM and seconded by JW. The board unanimously agreed.

4.2 Pre-discussion Group on Discourse

The board decided to create a dedicated **category on Discourse for AGM discussions**. This category will be monitored by the moderators. All **AGM reports will be made available on Discourse** prior to the Zoom meeting to allow members to review them in advance.

4.3 Quorum & Security

To ensure a secure AGM, the board agreed to implement **unique passwords sent to registered email addresses** for member verification in the Zoom waiting room. EH offered to explore Zoom's voting functionality and will report back to the board. The **AGM protocol** AGM 2025 - Freegle Wiki was reviewed and includes verifying attendees in the Zoom lobby and limiting discussions to agenda items.

- **Action 250806.03:** EH to investigate a unique password distribution system for AGM member verification and send passwords to all members' email addresses 24 hours prior to the meeting.

4.4 Minutes Acceptance Vote

- **Action 250806.04**: EH to check Zoom's voting functionality for the minutes acceptance vote and brief Jacky on the process. EH noted that Zoom's reporting feature will simplify vote tallying.

4.5 Acceptance of Board and Finance Reports

The board confirmed that, in line with previous practice, these reports are presented to members and do not require a vote for acceptance.

4.6 Protocol

The board **accepted the drafted AGM Zoom meeting protocol** [Protocol for Annual General Meeting 2025 - Freegle Wiki]. It was noted that poll wording should be finalised *before* the meeting, not during. The phrasing regarding "members waiting in the lobby" will be updated.

The AGM meeting has been **rescheduled from September 15th to September 22nd at 7:00 PM**, with NM confirming that the operations team meeting will follow. EH and PT announced their intention to **step down from the board** at the upcoming AGM.

4.7 AGM Minutes Secretary

- **Action 250806.05**: WL to contact Carol (carolmcnicol74@yahoo.com) to inquire about her availability to produce the AGM minutes again.

4.8 Recording of AGM

The AGM will be **recorded**.

4.9 Directors

The current board consists of 7 elected and 2 co-opted Directors.The co-opted Directors (WL and NM) terms end at the AGM. They may though be elected to the Board at the AGM. Of the elected Directors PT and EH will be stepping down. All other board members intend to remain.

The board emphasized the need for new nominations, particularly those with strong financial skills. NM mentioned two potential candidates: Natasha, from a South London group who has strategic management expertise, as well as being a long standing Freegle moderator, and Stella, known for her volunteering and baking skills. The board will review the **Director Role Description** Director Role Description - Freegle Wiki on the wiki to guide potential candidates. The board also recognized the importance of identifying specific skills needed for the board, especially a Finance Director.

The main wiki pages for the AGM and Election are Director Role Description - Freegle Wiki and [Directors 2025 Election - AGM 2025 - Freegle Wiki and Directors 2025 Election - Freegle Wiki :

The board discussed changing the organization's name from "Freegle Limited" to "Freegle" to align with other charitable organizations and remove the "Limited" designation. EH noted potential administrative overheads but the board felt it was a positive step. Alternative domain names were explored, but most suitable options were unavailable.

- **Action 250806.06:** NM will draft a motion for the name change to be proposed at the AGM, which will require member support.

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4. Items from Board Timetable (cont.)

Corporation Tax

Edward explained the importance of tracking non-primary purpose income for corporation tax purposes.

- **Action 250806.07:** WL to speak with Jane to determine if any board action is required for the Corporation Tax form.

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5. Matt Fletcher Update - Customer Feedback

The team discussed member feedback and reputation systems. EH suggested more proactive measures for non-responsive members, including potential email confirmations and improved algorithms to hide posts from inactive users. The limitations of current feedback systems (e.g., thumbs up/down) were explored, with EH advocating for a more sophisticated approach that automatically filters problematic interactions. The discussion highlighted that the platform's response to feedback is crucial for improving user experience.

- **Action 250806.08:** MF and EH will hold regular meetings to explore feedback system improvements and provide a monthly update to the board.

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6. Freegle Platform

tech report

The board discussed Outlandish's proposal for a 3-day trial at £1800 plus VAT. While a worthwhile investment for future development, EH suggested focusing on a more complex task to demonstrate their value. The group also addressed planning for EH's potential absence, scrutinizing Chris's role to reduce costs and prepare for future staffing.

- **Action 250806. XXXX**: MP and EH to meet to further develop the job description.

CF raised the possibility of seeking funding for software development and maintenance from potential donors (DEFRA), which EH and NM agreed to discuss further.

- **Action 250806.09**: NM, CF, and EH to meet to discuss this further.

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7. Media Report

Media report

(No specific updates recorded.)

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8. Operations Team Report

WL provided a brief update on the operations team meeting.

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9. Council's Report

Councils/Partnerships report

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10. Finance Report

Budget Variance
Income and Expenditure

Edward reported positive results from Playwire ads (~£50/day) compared to Google Ads (~£15/day). JW noted challenges with Utility Warehouse ads needing revision. The finance report showed a **quarterly deficit of £4,000**, which was under budget. Several council funding bids, including a materials-focused project, are in progress.

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11. Review of Action Log and Board Timetable

A potential collaboration with Matt Foster for data analysis was discussed.

- **Action 250806.10**: NM, EH, and MP to meet to discuss this further and introduce Matt Foster.

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12. Any Other Business

The board discussed joining Social Enterprise UK, an umbrella organization for social enterprises, and **accepted their invitation to join for free for the first year**.

Minutes while WL is away

The board agreed to use **AI transcription for minutes** during WL's absence. Edward offered to process the recordings, and Neil will be responsible for sending out agendas. All board members confirmed they would add their reports to the Google Drive folder, which WL will share on Groups.io.

- **Action:** Edward to produce AI-generated meeting minutes, with Neil reviewing them before sending out and publishing on Discourse.
- **Action:** All board members to add their reports to the meeting folder and include a link in the agenda.
- **Action:** WL to add "update teams remits" to next month’s agenda.

Meeting Adjourned: 9:08 PM

Date of Next Meeting

Wednesday, September 3, 2025 at 7:00 PM

2025 Meeting Dates (1st Wednesday of the month @ 7:00 PM):

- ~~January 8, 2025~~
- ~~February 5, 2025~~
- ~~March 5, 2025~~
- ~~April 2, 2025~~
- ~~May 7, 2025~~
- ~~June 4, 2025~~
- ~~July 2, 2025~~
- ~~August 6, 2025~~
- September 3, 2025
- October 1, 2025
- November 5, 2025

- December 3, 2025

Calendar feed:
https://groups.io/g/FreegleBoard/ics/4571329/1640078631/feed.ics