

A Meeting of Directors of Freegle Limited held on August 10th at 18:00 by Zoom

USEFUL INFORMATION

- [Agenda and Minutes Folder](#)
-  [Freegle - Action Log 2022](#)
-  [Freegle Board Timetable](#)
- [Membership Register \(Access Required\)](#)
- [Freegle Black Box](#)

MEETING DETAILS:MEETING DETAILS:

- Meeting ID: 531 800 8618
- Join at: <https://rbs.zoom.us/j/5318008618> or...
- Join via Phone: 0203 481 5237 and enter Meeting ID when prompted
- You will get put in the waiting room – don't worry, someone will let you in

MEMBERSHIP OF FREEGLE LTD

All Freegle Volunteers are entitled to be Members of Freegle Ltd, which is registered in England as an Industrial and Provident Society for the Benefit of the Community. You can join at <http://freegle.it/JoinFreegleLtd>.

CURRENT BOARD

Cat Fletcher, David Greenfield, Edward Hibbert, Craig Hilton, Dee Moss, Mike Paterson, Jen Williams, Ruth Willmore

BOARD VACANCIES

Company Secretary

OFFICERS AND ROLE HOLDERS

- Board Chairman - Edward Hibbert
- *Company Secretary - Vacant*
- Finance Director - Craig Hilton
- CTO - Edward Hibbert
- Head of Media - Cat Fletcher
- Board Secretary - Craig Hilton
- Fundraising - Edward (role to be drafted)*

**is this still relevant, given we have closed the original action (211110.02) and have action 220629.06 to look for pro. Fundraising doesn't appear in the [list of board officers/roles](#) or [the named roles](#) page, so can we just remove it from this list and no further action required?*

Agenda

#1 Previous Minutes

Previous minutes:  July 13th are presented to the board for approval

#2 Review Declarations of Interest

This can be found [here](#)

#3 Actions

Full Action Log is [here](#)

Actions from Previous Meeting

Ref	Date Opened	Action	Who	Update
220713.01	13 Jul 22	Speak to Jacky to fully understand what the secretary does at the AGM.	Edward	10/08 Remit at https://docs.google.com/document/d/1XbZ1XAh2EyLLxwqqIAntm0g1UcTFz6RfgWlrZW3Dbxc/edit . This needs fleshing out. Help.
220713.02	13 Jul 22	Investigate property adverts as an alternative to job adverts	Edward	10/08 I've had a brief look and failed to find anything. This doesn't mean it doesn't exist.
220713.03	13 Jul 22	Change the Freestock prompt on Modtools to explain allow people to indicate they might attend for just a day	Edward	10/08 Done
220713.04	13 Jul 22	Create and send a message to encourage people to attend Freestock and provide more detail on what it is.	Edward	13/7 - EH to ask David to draft the message 10/08 Done
220713.05	13 Jul 22	Ahead of the AGM, agree what our position is with regard to alignment with new rules (best practice vs mandatory compliance).	Edward	10/08 Discussed with Jacky. Neither of us have any appetite for progressing it.
220713.06	13 Jul 22	Investigate possibility of regular reminders to be sent to moderators/volunteers. Came out of discussion on whether the approach for reminding folk about council resources could be extended to other kinds of resource/reminders.	Edward	13/7 - EH to discuss with volunteers inc David 10/08 - No action. But this could be part of Anna's time - internal newsletter.

Ref	Date Opened	Action	Who	Update
220713.08	13 Jul 22	Anonymise SD named in action 211110.01 in previous agendas, minutes, actions, etc.	Craig	17/7 - Anonymised in all agenda/minutes/actions docs on Google Drive folder; Checked wiki and no hits (as they have links to minutes elsewhere) 28/7 - Chris updated the 5 items on discourse (minutes) to change to "SD". I think that's all relevant entries, so CAN NOW BE CLOSED

Older Actions

Ref	Date Opened	Action	Who	Update
211110.01	11 Oct 21	David -Edward to speak to SD about being co-opted onto Freegle Board	Edward	9/2/22 - CarryFwd 9/3/22 - CarryFwd as David not present 11/5/22 - CarryFwd as David not present 29/6/22 - EH took over this action as part of raising action 220629.05 13/7 - EH progressing. Action 220713.08 raised to anonymise reference to particular individual. Main action CarryFwd
211110.08	11 Oct 21	Arrange VIEW bank account access for someone, to replace Michael	Craig	19/1/22 - Jen agreed to do this. Craig to progress 9/2/22 - WIP. CarryFwd 9/3/22 - WIP. CarryFwd 11/5/22 - CarryFwd 13/7 - WIP. CarryFwd
220119.01	19 Jan 22	Do work to automate thankyou's - simple, then advanced	Edward	9/2/22 Meeting has been held to agree way forward and some specific actions (e.g. thankyou email changes based on Gift Aid declaration). CarryFwd for tracking 11/05/22 On Edward's TODO list. No change. 13/7 - On EH todo list. CarryFwd

Ref	Date Opened	Action	Who	Update
220413.02	13 Apr 22	Andy to update next meeting re. HMRC Annual Submission Deadline	Edward	11/5/22 - no update. CH highlighted that the timeline had changed and there were some potential changes from last year - CH to provide details to Andy. 13/7 As Andy has resigned as secretary, need to confirm exact processes and forms involved. EH will speak to Andy to confirm what is needed. Owner changed to EH. 14/7 EH provided update by Email: The official submissions are: • Annual AR30 to FCA which Andy submitted. • Director appointment/retirement to FCA which Andy submitted and we should check at the next AGM. • Corporation Tax Return which our Treasurer (Jane) and our accountants (Price & Co) submit. • Gift Aid Reclaim which our Treasurer does. We do not submit any other forms directly to HMRC. I have made some clarifications to the WIP secretary remit at https://docs.google.com/document/d/1XbZ1XAh2EyLLxwqqlAntm0g1UcTFz6RfgWLRZW3Dbxc/edit
220511.01	11 May 22	Tech Capability Investigation. Consider different approaches tech resources/architecture (e.g. who does what tech and use of things like Cloud/Serverless)	Edward	11/5/22 - raised as part of the pay discussions 13/7 - Some early thinking done by EH. CarryFwd 10/08 - Not sure this needs to be open as a Board action.
220511.02	11 May 22	Tech Capability Investigation. Consider different approaches for human resources (e.g. who does what, would CC take on some of what EH currently does?)	Mike	11/5/22 - raised as part of the pay discussions 13/7 - MP not present. CarryFwd 10/8 - At face to face we discussed using our next windfall to start this. We have our next windfall.

Ref	Date Opened	Action	Who	Update
220511.05	11 May 22	Look at options of building tools or resources to help local groups engage with local councils	Edward / Mike	13/07/22 EH sent reminder to local groups about Councils support. Between that and https://ilovefreegle.org/councils what else would we need? 13/7 - MP not present. CarryFwd
220511.08	11 May 22	Should Freegle require our contractors to have Indemnity Insurance. Should there be something in the contract?	Mike	11/5/22 - Raised. Mike agreed to investigate, Alex said he would share his current policy. 29/6/22 - Discussed at face to face and suggested we should add an (optional) clause to our template contract. The view was we should discuss / review this at the next board meeting. 13/7 - MP not present. CarryFwd
220511.09	11 May 22	Should Freegle consider indemnity insurance to cover things which may happen between Freegle and other parties	Mike	13/7 MP not present. CarryFwd
220629.01	29 Jun 22	Cat to add a declaration of interest related to conference appearance	Cat	13/7 - Cat confirmed she will do this DONE! Cat
220629.03	29 Jun 22	Undertake a skills audit of the board, to identify gaps and opportunities	Edward	13/7 - No progress yet. CarryFwd 10/08 - Sent out, 4 responses.
220629.04	29 Jun 22	Write an initial Role Description for a Freegle "doer" / Organiser. This will subsequently be updated by other board members	Craig	13/7 - No progress yet. CarryFwd
220629.05	29 Jun 22	Progress Commercial Sponsorship. Identify potential sponsors and approach them.	Mike	13/7 - Discussed potential with Recirculate and related board discussion. Board agreed that EH could continue discussions with Recirculate. MP not present to update on main action. CarryFwd
220629.06	29 Jun 22	Identify appropriate pro-bono schemes that will give Freegle advice on how best to progress our fundraising activities	Edward	13/7 - No progress. CarryFwd

Ref	Date Opened	Action	Who	Update
220629.07	29 Jun 22	Confirm the cost vs income for the councils work since 2021	Craig / Jane	30/6 - Jane spotted this action and helpfully offered to pull something together 13/7 - Figures fed into budget, but specific/separate report is outstanding. EH Asked that we also consider revenue growth - e.g. is it coming from new engagements, or existing engagements, etc. CarryFwd
220629.08	29 Jun 22	Approach complementary charities (once the skills audit is complete - see 220629.03), to seek out suitable board members	Edward	13/7 dependent on skills audit. So CarryFwd.
220629.09	29 Jun 22	Discuss with Cat her preferences with regard to board membership and continuing to fulfil her significant role in Freegle. This came from a discussion on having contractors as trustees	Edward	13/7 - No progress yet. CarryFwd 10/08 - Chat started.
220629.11	29 Jun 22	Table a proposal for membership and operating model for Finance Subcommittee (FSC)	Craig	13/7. No progress yet. CarryFwd

#4 Matters Arising/For Discussion

A) Membership requests / Delegated Authority

- Bulk approval of all historic membership requests was given by board via [Groups.IO poll](#)
- Link to Membership register added to header of board agenda (though access is restricted as there is private information within the document - contact details, etc.)
- Freegle rules say new membership requests must be approved by directors, but the board may also chose to delegate authority to a person or group
- Recommendation: We delegate authority to approve membership requests on behalf of the board to {tbd}
- >>>> For Vote / Approval <<<<

B) Fundraising role (CH)

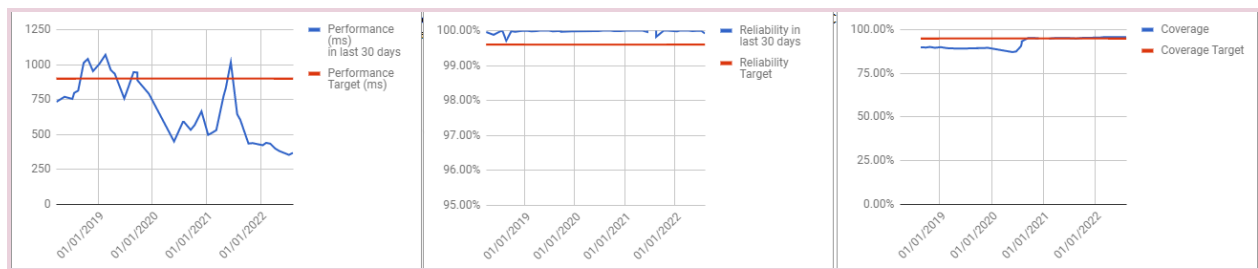
- See question in “Officers and Role holders” Section on page 1 of this agenda (if we haven’t dealt with it already)
- Can we remove “Fundraising” from this section?

C) Freegle “Doer” Role Description

- First draft here (as per action 220629.04)
- Can people please extend/correct/enhance:
- [Freegle "Doer" Role Description](#)

#5 CTO Update (EH)

KPIs good:



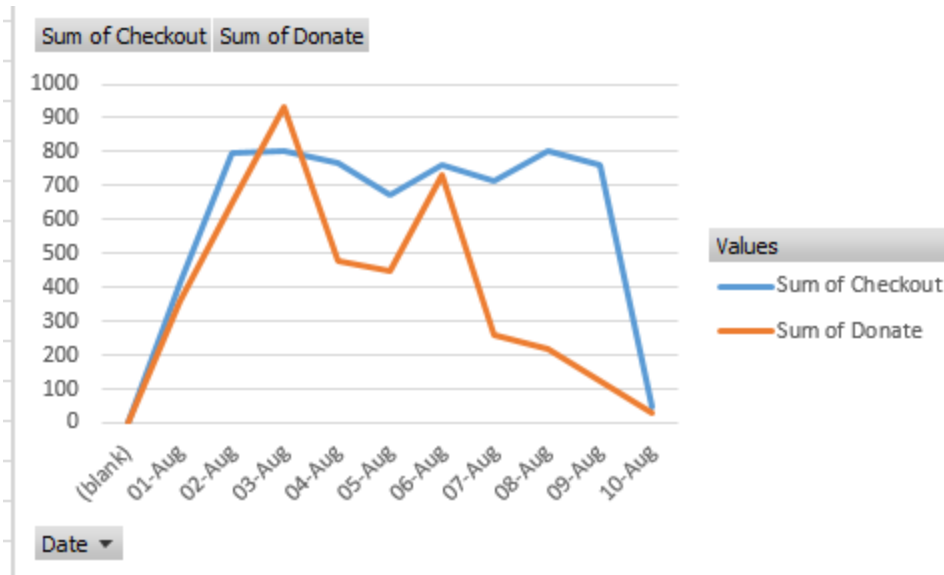
Otherwise:

- Work continues on the revamp of FD (www.ilovefreegle.org) into Nuxt3/Bootstrap5/Go server. This will be several times faster. There should be an alpha to share in a month or so, but we mustn’t rush it.
- Mobile app revamp via Hatless - we’ve now agreed the single design (of the three options) we want to pursue. This is now being fleshed out. We are not committed to using them to develop it; there is a complicated decision there involving technology, skills, relationships.
- Discussions continue with Recirculate for their custom Freegle platform. I’ve submitted some ballpark estimates. They’ve confirmed this gives them the info they need for now and will discuss within their partnership.

#6 Finance Update(CH)

- No update vs Budget, as these are now provided quarterly
- Work underway to adjust bank (Unity) access
- Work underway to review payment process and FSC remit/Operating Model

EH can’t resist adding (very speculative graph):



#7 Councils Update (NI)

Natalie is away. I'll send an update once she's back.

#8 Volunteers Update (EH)

There was an interesting discussion about banning. I looked up some stats.

Here's how the number of members banned in the last year looks by group:

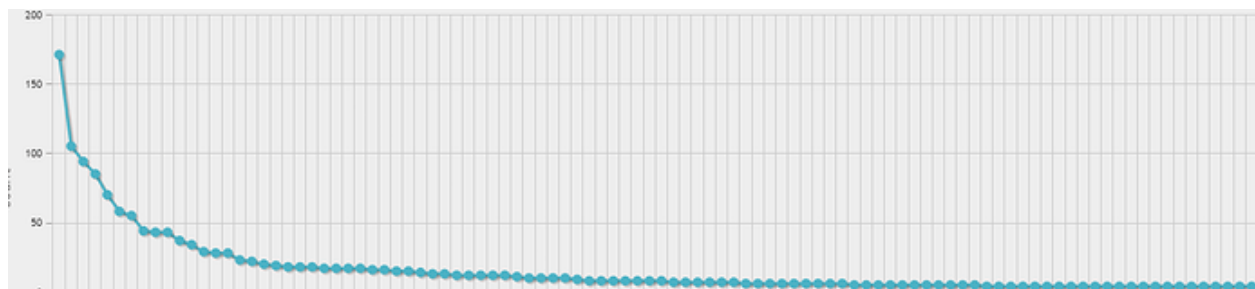


image1163×265 22.9 KB

One group is responsible for about 9% of bans, and 18 groups are responsible for over half of them.

If I look at which mods have banned people, then one mod has banned 20% of them (302), and another 11% (177). Six mods are responsible for more than half the bans in the last year.

Obviously some groups are busier than others, and some mods cover more groups than others, so I wouldn't leap to any conclusions. But probably there is significant inconsistency between how some groups handle this, and the central mailboxes have to deal with some of the fallout.

There was some support - and some strong minority objection - for making mods specify a reason and communicate with members before banning. There was also a suggestion that we should be able to suspend users. I think it would be useful to provide some function in this area. This may reduce the use of bans.

#9 Media Update (CF)

MEDIA REPORT 1 June to 1 August 2022

Facebook

People reached 172,823

Engagement 50,184

Link Clicks 2,278

Comments 862

Shares 15,476

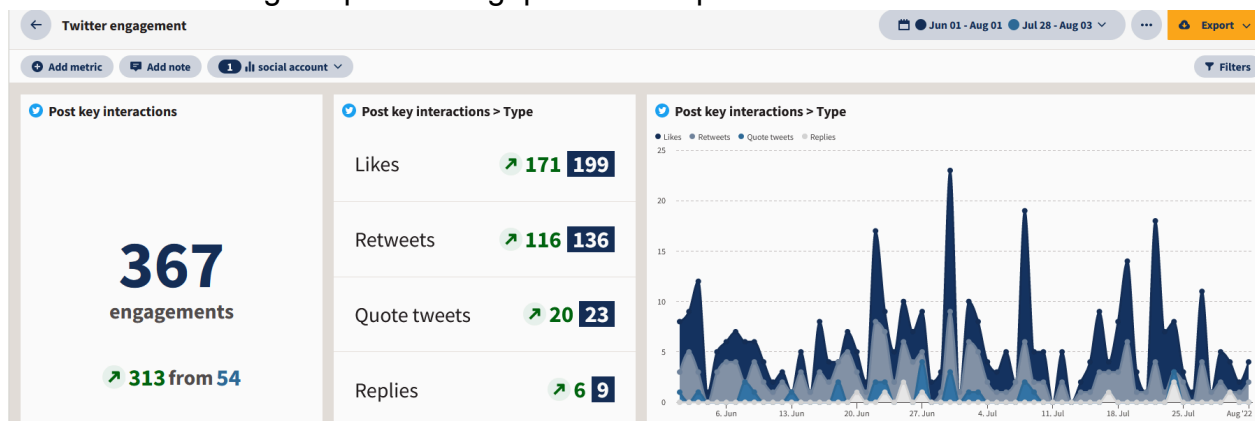
Reactions 14,895

Photo views 5,438

New followers 281

TWITTER

Continues to be a good place to signpost and inspire



Awaiting an article in Evening Standard to be published. Interview done and pics supplied (July).

Recent events

25 June Bexley Eco Fair

Could not attend due to train strike-sent promo material instead

29/30 June SUEZ national customer conference – Reuse theme

VIP attendee. Visit to ReNew Reuse Hub based on my 2019 consultation work for Suez

<https://greatermanchester-ca.gov.uk/what-we-do/waste-resources/renew/>

18 July Talk for Avison Young (real estate management company) at Waste House
Suitably 'freegled' - sent PDF for Freegle promo to send to agents as followup

21 July EIC parliamentary Summer Reception -Houses of Common
<https://eic-uk.co.uk/events/conferences/eic-parliamentary-reception/21-july-2022/>
(Defra, Mims Davies MP, other industry big wigs present)

3 August BBC Radio Sussex – energy bills/waste live interview

Events coming up

14/15* September RWM and Letsrecycle Conference NEC Birmingham
<https://www.rwmexhibition.com/>

*I may have to give apologies for Board Meeting on 14/9

8 November PEA judging virtual in October and awards event in London
<https://www.peaawards.com/judges/>

#10 Development Update

We have covered the following brief topics since the last report for the Board's June meeting.

Task 119: Ombudsman Remit - following the Board's approval of this remit the complete Complaints process is now revised. A request for Advisory Panel Members was put on the Volunteers and Central Groups.

Task 116: Volunteer Agreement - after a query regarding the context of the recent mass mailing of the revised Volunteer Agreement on Modtools, Neil Morris has kindly offered to look at the notice and revise if necessary.

Admins for Groups - Edward confirmed he has added a link to the googledoc where suggested regular Admins are stored, so everyone can see it each time an Admin is suggested to be sent out on Modtools.

Task 120: Returning Officer Remit - The Board approved a revised remit to bring this role into alignment with aspects of the Ombudsman Remit.

Discussion has slowed down during the summer. Once the AGM is over, we can start to tackle the last few items on the Task List and anything raised at the AGM.

Jacky

Development Coordinator

#11 AOB

- A) Reyooz. We can take a feed from h3.
 - B) Freestock. Anything outstanding?
-

DATE OF NEXT MEETING

September 14th

2022 Dates

~~January, Saturday 22nd (in person)~~ - delayed due to lockdown/COVID

(all Wednesdays @6pm)

- ~~January 19th~~ - note - extra date added as face to face delayed due to lockdown
- ~~February 9th~~
- ~~March 9th~~
- April 13th
- ~~May 11th~~
- ~~June 29th (in Person)~~
- ~~July 13th (moved from Jul 6th)~~
- ~~August 10th~~
- September 14th
- October 12th
- November 9th
- December - Break?

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

MINUTES OF MEETING

Meeting Attendees

- Cat Fletcher, Edward Hibbert, Craig Hilton, Dee Moss, Jen Williams, Ruth Willmore
- Derek, Melissa

APOLOGIES FOR ABSENCE

- {None}

NO SHOWS

- David Greenfield, Mike Paterson

Meeting Business

#0 MEMBERSHIP

EH gave an overview of tidy-up done by Jacky and Jane. Board expressed thanks for their efforts.

#1 APPROVAL OF MINUTES

Previous minutes  July 13th were agreed as being a true account of the meeting

#2 Declarations of Interest

Cat has updated to include her declaration of interest (see action 220629.01)

#3 Actions

Whilst reviewing actions, there was discussion that doing so is laborious and sapping. Is there a way of making it more efficient and less time consuming? Action raised to look into this (**220810.01 raised on CH**)

The following actions were closed (see action log text for more info):

- 220413.02
- 220511.01
- 220629.01
- 220713.01
- 220713.03
- 220713.04
- 220713.05
- 220713.08

Actions raised during meeting:

- 220810.01 - Reviewing open actions takes a long time at board meetings and is tiring. Can we find a more efficient way of doing it? (CH)
- 220810.02 - Ensure Wiki and Board papers show "Fundraising" as a board role (CH)

#4 Matters arising

- a) Membership Requests
 - **The board agreed that we will delegate approval of membership requests to Jane and Jacky.** This allows them to process new member requests efficiently. If any request requires more consideration, they will escalate to the board.
- b) Fundraising Role on Board
 - The board agreed to retain the fundraising role - it was good to have someone on the board responsible for this (even if the role is currently empty)
 - Craig agreed to update the relevant content (Wiki, Board Agenda) to ensure it showed this as a Board Role. **Action 220810.02 raised on CH.**

#5 CTO Update

- EH gave an update as per the report
- JW asked about risk of EH as a single point of failure and if the volume of work was a concern. EH commented that it came in cycles and highlighted the action for using the windfall to bring onboard junior tech resource (220511.02)

#6 Finance Update

- Brief update as per the report

#7 Councils Update

- Report delayed due to holidays/other factors

#8 Volunteers Update

- Discussion on metrics around banning

#9 Media Update

- Discussion as per the report

#10 Development Update

- Report reviewed. Thanks to Jacky.

#11 AOB

- Reyooz discussed. EH spoke to him earlier today. Potential to do a link of their free content into the relevant Freegle site.
- Freestock. Nothing significant outstanding.