MINUTES MEETING OF THE BOARD OF DIRECTORS (the "Board")
of DARTINGTON RECREATION ASSOCIATION (the "Charity")
Held via video conference, all attending from UK
On Tuesday 21st October 2025 at 1830 (the "Board Meeting")

Present:	Mark Barton (Chair)	Chair	(MB)
	Amy Stray	Secretary	(AS)
In attendance:	Michael Campbell Richard Kenny Miles Davies Will Webb Jan Maddick Tessa Claridge Miles Davis Vicki Lewis Jan Maddick Sasha Edmunds Dilar Met Joel Riley Margaret Cushen Johnny Gowdy Jan Maddick Keeley Boss Mandy Burton Adrian Porter Sarah Howard	Trustee Trustee Trustee, Sub Aqua Group Trustee, Parish Council Trustee, Trustee Trustee, TSAC Book Keeper Volunteer THH Volunteer Volunteer Volunteer Volunteer Volunteer	(MC) (RK) (MD) (WW) (JM) (TC) (MD) (VL) (JM) (SE) (DM) (JR) (MC2)
Apologies:	Louise Morpeth Jim Brittain Helen Alipaz Bex House Karen Dorow Michaela Delamere OC Doherty JJ Smith	Treasurer Trustee, Energy Committee Trustee, Pool Committee Consultant Trustee Trustee Trustee T&D FC	(LM) (JB) (HA) (BH) (KD) (MD) (OCD) (JJS)

1.	**Quorum, APPOINT CHAIR**	**Action**
1.1	MB was appointed the Chair of the meeting. The Chair noted that a quorum required under the Charity's governing document (the "**Governing Document**") was present, and due notice of the meeting had been given to all Trustees. It was further noted that, in accordance with the Governing Document, the meeting was being conducted via videoconference. The chair declared the meeting open.	
2.	**PURPOSE OF MEETING**	
	MB reported that the purpose of the meeting was to:	

	• Consider and where required approve the appointment, reappointments and resignations of Charity trustees in accordance with the Constitution. • Consider the matters arising from the previous meeting of the Board held on 17 June 2025; • Approve the following matters: • the draft DRA Annual Report 2024-25; • Approve the draft DRA Accounts year end 31 March 2024-2025; • Approve the draft terms of reference for the (i) Audit, Risk and Compliance Committee and (ii) Operations Committee; • Approve the draft Board retained responsibilities; and • Approve the minutes of the Prior Meeting (the "**Minutes**"). • Consider and receive and update the following items of business: • Pool Committee Update; • Energy Committee Update; • Earthjump Update; and • Totnes Sub-Aqua Club Update - including a health and safety issue related to emissions from the sauna adjacent to TSAC compressor.	
3	**DECLARATIONS OF INTEREST**	
	Each Trustee present confirmed that they had no direct or indirect interest in any arrangements to be considered at the meeting which they were required by Charity Law and the Governing Document to disclose. The Chair noted that any director who was interested in any of the matters to be considered at the meeting was entitled to vote and be counted in the quorum of the meeting.	
3	**APPOINTMENTS, REAPPOINTMENTS AND RESIGNATIONS**	
	The Chair **REPORTED** and the Board duly **NOTED** that the following resignations had been received: • Louise Morpeth as Treasurer; • Amy Stray as Secretary; • Helen Alipas as Community Trustee; and • Olivia Doherty as Community Trustee. The Chair **REPORTED** and the Board duly **NOTED** and **RESOLVED** to **APPROVE** the following reappointments as Appointed Trustees: • Mark Burton (as Appointed Trustee and Chair); • Michael Campbell (as Appointed Trustee); • Richard Kenny (as Appointed Pool Trustee); and • Jim Brittain (as Appointed Energy Trustee). The Chair **REPORTED** and the Board duly **NOTED** and **RESOLVED** to **APPROVE** the following reappointments of Nominated Trustees of Affiliated Organisation Trustees (as defined in the Constitution): • Will Webb (Parish Council); and • Miles Davies (TSAC). AS **REMINDED** the Board, and the Board duly **NOTED** that pursuant to Rules 4 of the Revised Rules 2023: 4. Nominated Trustees- New clubs wishing to use DRA land or facilities regularly must apply to become an Affiliated Organisation of the DRA. The Organisation must show objects/purpose for use of the DRA facilities and also have a committee, funds and constitution. They must put forward a nominated representative to become a Trustee of the DRA. The DRA will consider applications and vote on acceptance of the new club, and their nominated representative, at their next meeting. The Chair took an **ACTION** to confirm the application for appointment / reappointment from the following of Nominated Trustees of Affiliated Organisation Trustees (as defined in the	MB **MB** **MB**

	Constitution): • Michela Delamere (Pizzalogica); • Katie Coomb (Dartington Academy); • Totnes and Dartington Football Club; • Bidwell Brook; • Keeley Boss (The Brook); • Karen Dorow (Lifeworks); and • Tessa Claridge (the Wave), which would be brought before the Board for approval at a subsequent meeting of the Board. In respect of Jim Brittain, which the Board had recognised had served a three year term, the Chair proposed a motion to waive the condition set out in paragraph 10(3) of the Constitution which the Board approved by a majority. The Chair **REPORTED** and the Board duly **NOTED** and **RESOLVED** to **APPROVE** the following new appointments in accordance with the terms of the Constitution: • Jan Maddick; and • Gina Lane; and • Dila Met. The Chair took an **ACTION** to provide newly appointed trustees with the information set out under paragraph 11 of the Constitution being: (a) a copy of the current version of this constitution; (b) a copy of the CIO's latest Trustees' Annual Report and statement of accounts; and (c) a copy of the CIO Rules. The Chair took an **ACTION** to update the Charity Commission with the trustee appointments and the Board **APPROVED** a delegation of authority to the Chair to carry out the foregoing and do all things reasonably required to give effect to the foregoing.	
4.	**MATTERS ARISING FROM PREVIOUS MEETING**	
4.1	MB presented the matters arising schedule.	**JB / MC**
4.2	**Security / CCTV Installation:** JB reported that the CCTV at the Pavilion is owned by DRA, while the system on Meadowbrook is owned by THH, which could be hardwired via conduit. MC2 reported that an existing data cable trench was sufficient to accommodate a further CCTV cable. THH took an **ACTION** to approach their CCTV provider and put them in touch with JB and MC.	**JM/VL**
4.3	**Financial Control:** MB updated the Board on an **ACTION** to prepare a financial policy which would be brought before the Board for approval at a subsequent meeting. JM / the Bookkeeper took an **ACTION** to progress with the DRA Bookkeeper.	**JM/VL** **JB**
4.4	**Financial Control:** MB updated the Board on an **ACTION** to talk to the Bookkeeper about assessing the position of the Charity in relation to VAT and to make a recommendation. JM took an action to progress with the DRA Bookkeeper.	**MC2**
4.5	**Energy and Utilities:** JB updated the Board on the benefits derived from installation of solar PV and battery storage. MB took an **ACTION** to request JB to review energy costs and regulatory compliance as the utilities management and onsite generation is developed.	**MB/JM**
4.6	**Football Club:** The Board discussed whether contact had been made with the football club, which had not paid their user fees for the previous financial year but were expected to continue to use the football pitch. MC updated the Board that the user agreement for the football group was agreed and in the signing process. The matter was **CLOSED**. **Pool Committee Project:** MB reported an **ACTION** to discuss using Section 106 funds to pay for project management with the SHDC Officer. MB and JM took an action to progress with the DRA Bookkeeper. MB raised the idea of having a monthly DRA social at Meadowbrook, an informal chance to meet and chat in a relaxed manner, proposing the last Thursday evening of each month.	**MB**

	There was general support for the idea. MB took an **ACTION** to take this forward. MB reported that monthly socials had now been scheduled and the matter was **CLOSED**.	
5.	**APPROVALS SOUGHT**	
5.1	**APPROVAL OF THE ANNUAL REPORT AND ANNUAL BUDGET**	
	The Chair and Treasurer presented the Draft Annual Report 2024-2025 and Draft Annual Accounts for the year ending 31 March 2025, which were taken as read by the Board. The Chair provided an overview of the Annual Report in particular the Charity's work over the previous year, and the Board duly **NOTED** the following: • the success of the energy project installation, including forward looking energy projects and the associate grant funding; • Pizzalogica's grant funding which was match funded by the Charity; and • the award of planning for the pool project. The Chair highlighted the challenges, including: • the breakdown of the boiler; and • the pressure on facilities. The Chair highlighted applications for funding bids to provide resource for facilities/site management at Meadowbrook and project management for the Pool project. The Chair provided a brief summary of the Annual Budget. In respect of the Annual Budget, the Bookkeeper recommended the Charity move to accrual accounts for the forthcoming year, which the Secretary reminded that the Audit, Risk and Compliance Committee would consider, and if thought fit, approve. Having duly **NOTED** the contents of the Draft Annual Report 2024-2025 and Draft Annual Accounts for the year ending 31 March 2025, the Board **RESOLVED** that the Draft Annual Report 2024-2025 and Draft Annual Accounts for the year ending 31 March 2025 be and are hereby **APPROVED** and be filed with the Charity Commission as soon as reasonably practicable following the Board Meeting. The Board further **RESOLVED** that any of the Secretary, Chair and Treasurer (or any combination of such officers of the Charity) be and is hereby granted a Power of Attorney granting full power and authority to file the Draft Annual Report 2024-2025 and Draft Annual Accounts for the year ending 31 March 2025 with the Charity Commission and **RESOLVED FURTHER THAT** any actions taken by the Attorney(s) in relation to the above purposes shall be valid and binding upon the Charity.	
5.2	**APPROVAL OF (I) THE TERMS OF REFERENCE FOR THE (A) AUDIT, RISK AND COMPLIANCE COMMITTEE AND THE (B) OPERATIONS COMMITTEE ANNUAL REPORT AND (II) BOARD RETAINED RESPONSBILITIES**	
	AS presented the (i) draft terms of reference for the (a) Audit, Risk and Compliance Committee and (b) Operations Committee; and (b) the draft Board retained responsibilities. AS reported **REPORTED** that the (i) draft terms of reference for the (a) Audit, Risk and Compliance Committee and (b) Operations Committee; and were proposed to be so delegated in accordance with the powers conferred on the Board pursuant to clause 14 of the Charity's Constitution under which the Board may delegate any of their powers or functions to a committee or committees, and, if they do, they shall determine the terms and conditions on which the delegation is made. AS reminded the Board that it may alter those terms and conditions, or revoke the delegation at any time. AS further **REPORTED** that the power to delegate is in addition to the power of delegation in the General Regulations and any other power of delegation available to the Board, but is subject to the following requirements: (a) a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee;	

	(b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and 9 (c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers. AS **RECOMMENDED** that such review should be conducted annually. AS reported **REPORTED** that the Board retained responsibilities were proposed in accordance with the powers to be retained by the Board pursuant to clause 18 of the Charity's Constitution under which the Board must retain the making of any decision to: (a) amend the constitution of the CIO; (b) amalgamate the CIO with, or transfer its undertaking to, one or more other CIOs, in accordance with the Charities Act 2011; or (c) wind up or dissolve the CIO (including transferring its business to any other charity) must be made by a resolution of the members of the CIO (rather than a resolution of the charity trustees). AS **REMINDED** the Board and the Board duly **NOTED** that the (i) draft terms of reference for the (a) Audit, Risk and Compliance Committee and (b) Operations Committee; and (b) the draft Board retained responsibilities, were at all time to be read in accordance with and are subordinate to the Constitution. Having duly **NOTED** the contents of the (i) draft terms of reference for the (a) Audit, Risk and Compliance Committee and (b) Operations Committee; and (b) the draft Board retained responsibilities, the Board **RESOLVED** that the same be and are hereby **APPROVED.**	
6.	**BUSINESS MATTERS**	
6.1	**FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2025 AND FORECAST BUDGET FOR Q2 2025**	
	The Board duly **NOTED** the update provided in accordance with paragraph 5.1.	
7.	**PROJECT COMMITTEE UPDATES**	
7.1	**POOL COMMITTEE UPDATE**	
	The Chair presented the Pool Committee Report which was taken as read by the Board. The Board duly **NOTED** the contents of the Pool Committee Report.	
7.2	**ENERGY COMMITTEE UPDATE**	
	MB presented the Energy Committee Report which was taken as read by the Board. The Board duly **NOTED** the contents of the Energy Committee Report.	
7.2	**EARTHJUMP UPDATE**	
	BH presented the Earthjump Report which was taken as read by the Board. The Board duly **NOTED** the contents of the Earthjump Report.	
7.3	**TOTNES SUB-AQUA CLUB UPDATE**	
	MD presented the TSAC Report which was taken as read by the Board. In particular JG reported that TSAC, the sauna operator and the Charity has been working on a solution to the TSAC's concern regarding the potential contamination of air (including particulate and carbon monoxide) arising during compression into SCUBA tanks as a result of the proximity of a mobile wood-fired sauna to the TSAC compressor intake flu. The Board **NOTED** that the proposed solution included relocation of the sauna an increased distance away from the TSAC activities from spring 2026, with several locations under consideration. The Board **NOTED** that the Operations Committee would progress the issue to an approved resolve between the parties. The Board duly **Noted** the contents of the TSAC Report.	

8.	**MINUTES OF PRIOR MEETING**	
8.1	That Chair presented the Minutes of the Prior Meeting held on 17 June 2025. The Board considered the Minutes and **RESOLVED** that the Minutes be and are hereby **APPROVED** without amendment, and that the Chair be authorised to sign the same.	
8.	**DATE OF NEXT BOARD MEETING**	
	The Board agreed to convene the quarterly board meetings for the following year on the following dates: • 3 February 2026; • 28 April 2026; • 21 July 2026; • 20 October 2026 as the AGM in each case at 1830 – 2000 via videoconference and in addition to any other Board Meeting called on an ad hoc basis.	
9.	**OTHER BUSINESS**	
9.1	Mandy Burton asked how the Charity communicates its work and successes to the community and whether the Charity publicise its activities more widely. MC reported that the website had been developed over the past year, and, in collaboration with the work JB has carried out, has enjoyed increased traffic. The Board **NOTED** that it could do more to push news out more widely through social media channels and considered that this would be an item for development over the forthcoming year. MC took an **ACTION** to amend the logos of the Charity on the Parish Council website.	**MC**
9.2	Sarah Howard, community member, proposed the installation of steps to the Meadowbrook playing field on Longstem Drive side. AP highlighted that the Charity had considered the issue several years ago and investigated sleeper steps both at the playing field location and at the earth bank proximate to the carpark, although the work was never carried out. WW raised concerns regarding the potential formation of a track across the playing field as a result of a shortcut. WW considered that the path abutting the proposed steps would be owned by South Hams District Council, which may need to be taken into account. SH took an **ACTION** to investigate whether there would be available funding for the work and would speak to Cavanna Homes. The Board **REQUESTED** the Operations Committee progress the matter at its next Committee meeting.	**Operations Committee**
9.3	Sarah Howard brought a proposal from the football club for additional metal pockets on the football pitch so that the location of the goal could be rotated and allow the grass by the goal boxes to recover. The Board **REQUESTED** the Operations Committee progress the matter at its next Committee meeting.	**Operations Committee**
10.	**CLOSE OF MEETING**	
	There being no other business, the meeting closed at 2000.	

Duly signed by the Chair of the meeting.

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Chair