

## **Institute of Cemetery & Crematorium Management**

### **Report of the meeting of the board of directors held on 17<sup>th</sup> March 2010 at the National Office.**

#### **Present:**

**Directors** – Martin Birch, Ken Dry, Alan Till, Bill Stanley, Alan Copeland, Ian Quance, David MacColl.

**Officers** – Tim Morris, Trevor Robson, Charles Ward

#### **1. Opening of the Meeting**

The Chairman opened the meeting at 10.30am.

#### **2. Apologies for Absence**

An apology had been received from Steve Brown.

#### **3. Declarations of Interest**

None were made.

#### **4. Minutes of the meeting held on 29<sup>th</sup> January 2010 and Matters Arising**

The minutes were agreed as a true record.

#### **Matters Arising:**

The Chief Executive informed the directors that those who are Diploma tutors do not need to declare an interest in the majority of education items as they are employed directly by SBS and not the Institute. Therefore remuneration is not a board matter.

#### **5. Articles of Association - Report of the Company Solicitor**

The Company solicitor informed the board that:

- A special meeting is not required.
- An item can be added to the AGM agenda regarding the ballot of the membership.
- A ballot paper, return envelope, explanatory letter and copy of proposed revised article to be sent to all members at least 2 months prior to the AGM with the closing date for the ballot being the Friday before conference.
- The returns are opened and votes counted at conference before the AGM.
- The result is announced at the AGM.
- Advice is being taken on the amendments to the articles and in respect of the memorandum.

***Directors discussed change in light of the result of the ballot where it was agreed that:***

- (i) Should members reject the revised articles an election process will be commenced immediately and as per and under existing articles.**
- (ii) Should members be in favour of change the new articles will be lodged with Companies House following which an election process will be commenced with a view to a new board being convened by 1<sup>st</sup> April 2011.**
- (iii) The number of directors on any new board elected via the new articles will be 8, this being the Deputy President, President and Immediate past President (continuing directors) plus 5 directors elected from the membership. Directors voted on this matter after much debate with the result being 5 in favour of there being 8 directors and 2 against (preferring 11 directors).**
- (iv) The Company Solicitor takes advice from a company lawyer and produces a latest draft of the articles for the next board meeting.**

The discussion at (iii) above included:

- A larger number of directors and current low numbers of members wishing to be nominated could result in continuation of no elections taking place.
- No recommendation from member review panel report to change number of directors.
- A larger board would ensure that decisions are made without need for a casting vote.
- Cost of larger board in respect of expenses and meeting rooms.

## **6. Bevan Brittan Report - Governance Actions**

The report from the Chief Executive encompassing the second tranche of recommendations made by Bevan Brittan was approved.

Directors discussed the revised corporate documentation provided. The Company Solicitor advised that he would check the current director service agreement to ensure that it is in line with the new Companies Act.

Directors discussed membership criteria with the Chief Executive reporting that this is contained in the Byelaws and that the report recommends a working group be established to review this document.

The Company Solicitor recommended that a copy of passport and utility bill in respect of each director is retained. The Chief Executive advised that this is a current requirement in respect of staff.

**Following discussion it was agreed that:**

- (i) The revised corporate documentation be approved.**
- (ii) The HR documentation be approved (as previously approved by the Professional committee).**
- (iii) The definition of conflict of interest be approved (The entanglement of an individual's private interests with professional obligations, such that an (independent) observer might reasonably question whether the individual's professional actions or decisions are improperly influenced by considerations of personal financial impact or gain for him/herself and/or (an)other individual(s) or organisation(s).**
- (iv) The list of competing organisations be approved**

- (v) ***The Professional committee draft a relationship policy for submission to the next board meeting.***
- (vi) ***It was further agreed that the Professional committee carries out a review of the Byelaws following the redrafting of the Articles.***

The Chief Executive indicated that work will now commence on the items remaining within the action plan. The action plan was acknowledged.

## **7. Report of the Finance & IT Manager**

### **a) Membership & Subscriptions**

Professional Membership at the 17/03/2010 stands at 657 members this is an increase from 644 at the start of the year.

Corporate Membership

<b>Category</b>	<b>Count</b>
Associate	38
Full	177
Parish and Town Council	153
<b>TOTAL</b>	<b>368</b>

**For information**

### **b) Sundry Debtors**

Directors were informed of the current state of debtor relating to 2008/9.

### **c) Overall Financial Position + Significant payment**

Directors were informed of the current state of ICCM finances and all payments made by ICCM over £5000 since the last Board meeting.

### **d) CTTS**

Following a request at a previous meeting, a report on CTTS was presented to the Board. The report showed that on a case by cases basis the costings and revenue from CTTS appeared to show a loss making cost centre. The F&ITM explained that some salary recharges used historically may be inaccurate and that these had been examined since the report was written.

Enquires showed that salary costs were too high and these would be realigned for the 4<sup>th</sup> quarter and the situation was known for the future.

The F&ITM also reported that additional cases had been requested since the report was created and that the costs for the year had been less than expected.

The historic nature of CTTS cases was explained to directors and the lack of a time limit on cases.

***It was agreed that cases would be limited to a 3 year time limit from 01/04/2010. A 6 month period of grace would be allowed for older cases to be examined.***

#### **e) Financial Resolutions**

The following items are recommendations either from the Greenhalgh 2008 audit or items that will be resolved indirectly from the audit.

*Registration with Information Commissioner Officer under the data protection act 2001*  
**It was agreed that this would be investigated**

*Insurance Valuation of the Presidents Chain*

**It was agreed that this would be actioned by the CE at the most appropriate time in 2010/11.** The President informed the board that numbers of official engagements reduces after May. The Chief Executive stated that all regalia will be re-branded with new logo and engraved at this time when an insurance valuation will also be obtained.

*Bank accounts – sweeping system and notifying Natwest of the ICCM's status*

**It was agreed that this would be deferred until it was appropriate to seek such funds and interest rates had improved.**

*Off-site back-up facility*

Current back-up arrangements as underpinned in the financial regulation will be adequate at present. It was agreed that the option would be deferred until the future

#### **f) Purchase Orders – PO Book**

**It was agreed that a PO book would be organised by the CE and F&ITM and this would be used by all officers in 2010/11.**

#### **g) Fees/Charges for 2010/11**

Following the review of fees and charges at the previous Board meeting a revised set of fees and charges were agreed and approved by the Board.

The Board were presented with the approximate financial impact of the cost savings and fees and charges and the expected financial overrun for 2010/11.

The membership fee for retired members was historically set at 50% of full membership fee however the proposed fee required to recover cost of Journals etc. is slightly above this.

**It was agreed that the minute relating to a 50% reduction is rescinded and that the current proposed fee is accepted.**

#### **h) Financial reporting for 2009/10**

The Board were informed about the expected financial position for the 09/10 financial year.

The budget for the year had predicted a loss of circa £45,000 – the Board were informed that extra costs had been incurred on top of this and extra officer time invested in development work or to action issues highlighted by governance actions,

member requests, audit reports and EGM action. The costs of the Bevan Brittan report, EGM, rebranding and new website should also be considered.

The costs of work to rebalance and one off costs to the Institute is estimated at, at least **£48,900**

The final costs will not be known until the accounts have been closed

The final position for the year-end is in-line with the expectation at the beginning of January and suggest activity in the 4<sup>th</sup> quarter has been sufficient in some cost centres to maintain the position. The evidence further reinforces the view that demand for the first 6 months of 2010/11 will be crucial.

### **For information**

## **8. Charter for the Bereaved – Review Update**

A brief report was made on progress in establishing the new Gold/Silver/Bronze awards.

The chairman of the Corporate committee called for a meeting on 16<sup>th</sup> April to progress the review.

## **9. Report of the Chief Executive**

### **a) Recycling of Plastics Scheme**

The report on the scheme was accepted.

#### ***It was agreed that:***

***The Institute will promote the scheme with administration being undertaken by Agriplas.***

### **b) COTS Accreditation**

Directors discussed the plan for course accreditation.

### **c) Certificate in Office Management**

The Chief Executive advised directors that this new qualification is under development by SBS with further progress reports to be made at future board meetings.

Directors endorsed the establishment of a new qualification for administration staff.

### **d) Foundation degree**

The Chief Executive informed directors that arranging discussions with Bath University has been slow however this will be pursued.

## **10. CAMEO Steering Group – Update**

The Chief Executive reported that no replies had been received to emails and a letter sent to the Institute's representative requesting a report of the November 09 CAMEO steering group meeting.

#### ***It was agreed that:***

- (i) The current representative will be replaced by Martin Birch***

- (ii) *The current representative is advised of (i) by the Chief Executive*
- (iii) *The CAMEO manager is advised of the change of Institute representative*

## **11. BRAMM Update**

Directors discussed the correspondence sent by NAMM to the BRAMM board. Directors expressed their disappointment with the current actions of NAMM.

## **12. MAB and Cemetery of the Year Awards**

Directors discussed the fact that the MAB (through One is More) had suspended the CYA this year.

## **13. Other Business**

### **a) Scottish Law Review Consultation**

David MacColl stated that the concerns in Scotland regarding the Institute are now historical and that members would want to meet with directors and officers and that there are no issues. Bill Stanley gave a resume of historic member affiliations regarding cremation and burial.

The President advised that he had been given a date of 7<sup>th</sup> April for the next S&NI branch meeting however it has become apparent that this date is no longer planned. Attempts to secure an actual date via the branch chair have so far failed. Bill Stanley informed the board that the date for the next branch meeting is now 28<sup>th</sup> April.

The directors from Scotland informed their fellow directors that the branch executive has arranged a meeting to take place at the end of March with the FBCA in order to formulate a response to the law review consultation.

Directors asked if the Institute would be invited however they were informed that the afore mentioned response would be forwarded for comment. Directors asked if the document would constitute a joint response with the answer being in the affirmative.

The Chief Executive informed directors that the first draft of the Institute's response was nearing completion however this would now be held in abeyance pending receipt of the draft joint response for comment.

### **b) Northern Branch Meeting**

Bill Stanley informed directors that a meeting of the Northern branch is due to take place on 24<sup>th</sup> March and that he would attend on behalf of the board. The Chief Executive informed directors that officers would not be able to attend due to an SLCC course on that date and the covering of two management placements.

### **c) Conference**

The President reported on his attendance at a recent SAIF event and the entertainment provided at the dinner. It was suggested that a similar package might be arranged at the Institute's conference to replace the suspended CYA awards ceremony.

***It was agreed that:***

***The Chief Executive will request that the Conference Manager investigates post dinner entertainment and reports back with costs and any sponsorship opportunities.***

#### **d) Charter Validations**

The Chief Executive asked directors if anyone could complete a Charter validation prior to 1<sup>st</sup> April. This request was made due to officers covering two management placements, current training bookings and national meetings.

David MacColl volunteered to conduct a validation.

#### **e) Historic Scotland**

Historic Scotland had requested a speaker at a forthcoming event however due to clashes with other appointments and workloads an officer cannot be made available. As David MacColl and Bill Stanley had previously carried out work with Historic Scotland they volunteered to take on this task.

The Chief Executive thanked directors for their assistance and informed the board that other officers were currently covering two management placements and that development workload has been high. The matter of staff review was raised as the Institute needs to be prepared for increase in officer workloads that might be brought about by the portal initiative, other plans and further accreditation.

#### **f) Portal**

The Chief Executive circulated a list of costs for upgrading the Portal. He advised that the home page had been rebranded temporarily pending the overall upgrade.

Directors requested that Assettrac be asked if a phased payment could be arranged that would be connected to increase in advertising income.

#### **g) Next Meeting**

It was agreed that the next meeting will take place on 5<sup>th</sup> May immediately prior to the Corporate seminar.

## Appendix – Fees and Charges for 2010/2011

<i>Pro-rota for new Members after 01/10/2010</i>		
<b>Professional</b>	<b>Membership Subscription</b>	<b>£</b>
Associate		95
Member/Fellow		110
Retired member		60
<i>Pro-rota for new Members after 01/10/2010</i>		
<b>Corporate</b>	<b>Membership Subscription</b>	
Parish and Town Council		85
Associate		135
Full	<i>(with 2 free prof members)</i>	390

### CTTS

Intermediate		475
Advanced		375
Conversion		215
mentor discount	<i>(conversion only)</i>	-50

### Portal Adverts

*(w/e 01/01/10 - 31/12/10)*

Gold	Banner	600
Silver	Banner	400
Bronze	Banner	250
Text		40

### COTS

On-site	<b><i>At discretion of COTS officers</i></b>	
C1	Course	610
C2	Course	610
C3	Course	650
C5	Course	320
Code of safe working practice		45
Accommodation	<b><i>subject to charge imposed</i></b>	55

### Charter

Best value process and questionnaire		310
Guiding principles	<i>(unframed)</i>	35
Guiding principles	<i>(framed)</i>	50

### Seminars and Conference

*At per delegated authority*

**Education****£**

Core Modules		590
Non-Core modules		430
Conversion of older module		180
ICCM Dissertation		590
<i>Thesis conversion</i>	<i>(new)</i>	390
<i>Advanced professional development unit only</i>	<i>(new)</i>	290

**Journal**

Full page		360
Inside cover		400
1/2 page		270
1/4 page		200
<i>4 issue block booking 10% discount</i>		
Insertions		360
Subscription to the Journal <i>multiple copies at discount</i>		50

**T&C**

Courses	<b><i>At discretion of Technical officers</i></b>	
<i>ICCOMPLY</i>		
Standard		595
Upgrade		160
Fire safety		130
Standalone		210
Loss and Grief DVD		20