



Powys Association of Voluntary Organisations  
Cymdeithas Mudiadau Gwirfoddol Powys

# BWRDD CYFARWYDDWYR ac YMDDIRIEDOLWYR BOARD OF DIRECTORS AND TRUSTEES

Minutes of the Additional Board Meeting held on 2<sup>nd</sup> March 2026 Online

Present: Gary Mitchell  
David Price  
Lisa Griffiths  
William Powell,  
Myra Francis  
Wendy Beavan  
Jamie Burt

In attendance: Clair Swales (CEO)  
Angela Owen (Head of Internal Services)  
Sharon Healey (Head of HWP)

Apologies: Lisa Griffiths, Elin Wozencraft, Jennifer Owen-Adams

| Agenda Item and paper No | Item                   | Minute                                                                                 | Action / Decision |
|--------------------------|------------------------|----------------------------------------------------------------------------------------|-------------------|
| 1.                       | <b>Chair's Welcome</b> | <ul style="list-style-type: none"><li>Gary welcomed everyone to the meeting.</li></ul> |                   |

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| 2. | <b>Apologies</b>                        | Apologies were received and recorded (see above).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  |
| 3. | <b>Declaration of interests</b>         | There were no declarations of Interest over and above those recorded in the Trustee declaration of interests' register.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
| 4. | Business Case for Organisational change | <p>Clair Swales and the Management Team (EMT) have been considering organisational needs to ensure future sustainability, noting challenges like the end of RIF funding in 12 months, Health Board Service Level Agreements (SLAs) under review and possible change in Government. The business case aims to position the organisation to "act in strength" by implementing a new management and teams structure to support operational needs and translate ground-level data into strategic reporting for EMT.</p> <p>Clair Swales emphasised that the current structure is missing the ability to translate operational information into strategic reporting, which is necessary to put the organisation in a stronger position to support the sector. The restructure includes mentoring and support for officers to upskill, and it addresses the immediate pressures created by the departure of the previous Head of Third Sector Development and Volunteering which has resulted in Clair Swales taking on excessive long-term line management duties. Clair Swales anticipates this model will ensure the best delivery through core funding, support grassroots organisations, and enhance the organisation's offer around engagement and influencing.</p> <p>An email had been received from Lisa, who was unable to attend and the response had been shared with all Trustees it which included current and proposed organisational structure diagrams.</p> |  |

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|    |                 | <p>HR advice, through Thomas Carroll had been followed in relation to the processes required to implement such a re-structure. The external HR advisors were content with the business plan and will advise on time scales and draft communications to staff to ensure compliance.</p> <p>Gary Mitchell and William Powell raised concerns about the Chief Executive Officer's capacity to handle extensive new challenges and relationships, and the potential for increased workload for the new management roles. Clair Swales acknowledged this concern but maintained that the new structure will provide more capacity for herself and Sharon for partnership and development work. Angela Owen added that the reorganisation does place more pressure on her post and the new Assistant Head role, emphasising the imperative to recruit the right officer to support the combined internal services and operations model.</p>                                               |  |
| 5. | Budgets 2026/27 | <p>The budget presented to the Board included the proposed staffing structure. Taking into account the use of Restricted Funds brought forward the expected deficit for the year will be £35,000. It was confirmed that the two Program Manager roles are pitched at the same salary as the current Senior Officer roles, and the Assistant Head of Internal Services and Governance role will have a slight increase in salary.</p> <p>Angela Owen explained that reserves had been used in targeted areas, applying restricted funding for children and young people to cover an engagement post, and using restricted funds for volunteering and community buildings for their respective areas of work.</p> <p>Angela Owen explained that the budget includes flexibility, such as a 4% salary increase provision, and the decision as to whether this will be given can be made at a future Board meeting taking into account any changes that happen throughout the year.</p> |  |

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|    |                           | Gary Mitchell concluded the budget discussion. David Price proposed and Jamie Burt seconding the acceptance of the revised budget.                                                                                                                                                                                                                                                                                                                                                                                              | Approved unanimously |
| 6. | Approval of Business Case | <p>Jamie Burt Proposed and David Price seconded, the approval of the business case.</p> <p>Gary Mitchell thanked the staff for the swift responses and encouraged them to continue using external HR support. Clair Swales reassured the board that they are mindful of staff well-being and are offering support during this challenging time.</p> <p>Gary Mitchell emphasised the importance of a clear communication strategy for the significant organisational changes, ensuring staff are fully informed and engaged.</p> | Approved unanimously |