

**Brighton and Hove Community Works
Annual General Meeting**

**Tuesday 8 November 2016
Komedia, Gardner Street, Brighton, BN1 1YD**

DRAFT Minutes

1. Introductions and Announcements

1.1 Ceri Davies welcomed all attendees to the AGM.

1.2 Apologies were received from the following organisations/projects:

Members: Brighton and Hove and District Samaritans, Brighton Dome & Brighton Festival, Brighton Permaculture Trust, City In Bloom, Groundwork, Hangleton Food Bank, HK Hedgehogs, HOPE, London Road Station Partnership, Plot 22, Seaside Homes, St Luke's Advice Service, Stanmer Organics, Synergy Centre, University of Sussex Students Union

Non-members: Bright Dials, Butterflies, Homestart Worthing and Adur, Honeycroft, Legal and General, Milaap MultiCultural Day Centre, Rainbow Chorus, University of Brighton

1.3 Ceri announced that the meeting was quorate with 65 member organisations represented (The number required for quoracy was 26).

1.4 Attendees were reminded that there is one vote per member organisation, and when speaking attendees should give their name and the name of the member organisation they are representing. Guest observers were reminded that they should only respond when invited to speak.

2. Minutes of the previous AGM: 13 October 2015

2.1 There were no matters arising.

2.2 The meeting was asked to agree that the minutes of the 2015 AGM were an accurate record of that meeting.

2.3 The motion was proposed by Adam Muirhead of the Trust for Developing Communities and seconded by Bert Williams MBE of Brighton and Hove Black History.

2.4 The motion was carried and the minutes were agreed.

3. Review of the year: Ceri Davies, Chair and Sally Polanski, Chief Executive

3.1 Ceri thanked the trustees who had left in the preceding year.

3.2 Ceri thanked the following people:

Our volunteers, reps, members, trustees, staff team and Chief Executive Sally Polanski, for all their efforts over the last year. In addition she thanked our prospectus partners and core delivery partners, our public sector partners NHS Sussex and Brighton and Hove City Council, and funders Sussex Community Foundation for all their support.

Sally gave a slide presentation of the review of the year 2015-16.

3.3 A Special resolution was presented by Chair, Ceri Davies:

That in Clause 3.4 of the Company's Articles of Association, both references to "one half" be changed to "one third"

Existing clause 3.4: "One half (or the number nearest one half) of the Trustees elected under Article 3.2.1 must retire at each subsequent AGM, those longest in office retiring first and the choice between any of equal service being made by drawing lots. A Trustee retiring under this Article may stand for re-election."

Revised clause 3.4: "One third (or the number nearest one third) of the Trustees elected under Article 3.2.1 must retire at each subsequent AGM, those longest in office retiring first and the choice between any of equal service being made by drawing lots. A Trustee retiring under this Article may stand for re-election."

The change to one-third is proposed in order to achieve greater continuity in the Trustee group.

Members had been given the opportunity to vote by proxy, but no such votes were received.

Members voted unanimously to accept the special resolution.

4. Presentation of the accounts

4.1 Cliff Robinson, Treasurer, gave a slide presentation of the financial highlights of 2015-16.

4.2 Members were asked to vote on whether to accept the accounts.

4.3 The motion was proposed by Vikki Gimson (Sussex Interpreting Service) and seconded by Joanna Martindale (Hangleton and Knoll Project).

4.4 One person voted 'No' and there was one abstention; the motion was carried and the accounts were agreed.

5. Auditors

5.1 Ceri informed the meeting that as the threshold for undertaking an audit has changed to £1 million. As Community Works will be under that threshold in 2016/7 we plan to again have our accounts independently examined, which trustees are confident affords acceptable financial scrutiny and saves us significant budget in the process. In the past we have used Chariot House auditors for this process and plan to do so again

6. Results of Trustee Elections

6.1 Ceri announced that the following trustee was standing down as trustees and not seeking re-election/re-appointment:

- Ronald Olufunwa

6.2 The following trustees have all formally retired in line with our Memorandum and Articles of Association and put themselves up for re-election.

- Ann Hickey, East Sussex Credit Union
- Arran Evans, Sussex Interpreting Services
- Joe Attwood, Future Proof CIC
- Kate Kirkham, Clock Tower Sanctuary

6.3 The following individuals have put themselves forward for election:

- John Cook, Patcham LAT
- Mahmut Gunyadin, Dialogue Society
- Nathan Roberts, Abandofbrothers

6.4 The number of votes required by each candidate to confirm their appointment as a trustee is 5% of the membership i.e. 24. Of the seven candidates listed above, Ann Hickey (42), Arran Evans (41), Kate Kirkham (44), and Nathan Roberts (34) received the requisite number of votes. The remaining candidates, namely Joe Attwood (11), John Cook (7), and Mahmut Gunyadin (21) did not receive the requisite number of votes.

6.5 Therefore Ann Hickey, Arran Evans, and Kate Kirkham will be continuing in their trustee roles, and Nathan Roberts was elected as a new trustee.

6.6 A further 5 trustees appointed for their skills and expertise last year, will be reappointed at the first meeting of new board next Tuesday 15th November, 2016:

- Charlotte John
- Cliff Robinson
- Fiona Lewis
- Richard Silver
- Valerie Pearce

7. Any Other Business

7.1 No items were raised.

8. Close

8.1 The formal AGM closed at 8pm.