

**ADDLESTONE COMMUNITY ASSOCIATION**

**ANNUAL GENERAL MEETING**

**28 May 2024 – 7:30 pm – Muriel Wise Suite**

**AGENDA**

1. Apologies for Absence
2. Approval of Minutes of AGM 23 May 2023
3. Officers' Reports: Chair, Treasurer, Secretary, Centre Manager, Membership Secretary.
4. Section Reports
5. Election of Officers: ACA Chair – Operations Committee, ACA Treasurer & Assistant Treasurer, ACA Secretary, ACA Chair - General Committee, ACA Vice-Chair - General Committee.
6. AOB

## ADDLESTONE COMMUNITY ASSOCIATION

### ANNUAL GENERAL MEETING

HELD 23 May 2023 – 8pm. Muriel Wise Hall

**Present:** Monica Kitchenside, Gillian Ford, Mike Lacey, Andrew Lacey, Emily West, Yvette Bartlett, Pauline Attridge, Annie Genower, David Strike, Sue Allen, Sue Bolton, Vince Mitchell, Lance Jones, Malcolm Smith, Paul Bungard, June Tilbury, Betty Percey, Margaret Kemsley-Smith, Carol Bayton, Graham Botterill, Sally Burgess, David Taylor.

1. **Apologies:** No apologies were received. 10 Proxy votes were submitted by ACT members (Nicky Breslin, Michael Read, Ann Yendall, John Gillard, Betty Percey, Vicky Robinson, Bob Wells, June Saich, Chantelle Peat, Tommi Breslin.)
2. **Approval of previous AGM Minutes (and matters arising from previous AGMs):** David Taylor asked about the item concerning the License Holder for the Centre and the amendments to be made to the holder and the licensed hours. Vince said he is in the process of dealing with RBC about this. The hours will be changed to 8am to midnight. Minutes of AGM of 29 November 2022 were agreed.
3. **Officers' Reports:** Acting Chair: Paul said 'It's been a funny old year/couple of months, but here we are again at the end of a period of great change. The biggest change has been the resignation of the chairman Ian Lee which caused us a lot of problems with Runnymede Council. This was mainly due to the fact that we were wrapped up as an apparent replacement for the closed Eileen Tozer Day Centre which had not had proper authorisation by the General Committee. After a General Committee meeting with the Council it was felt that we should dis-engage from the arrangement as the general feeling was that we could not meet the Council's expectations due to safety concerns, bookings etc. This led to veiled threats about our lease and funding etc. but hopefully after informal talks with our Councillor we have diffused the feeling of political interference in the local election. The world has continued turning and we are in pretty good shape post Covid with lots of bookings and a soon to be installed upgrade to our sound system in the Tulk Hall. The Dazzling Diamonds shows draw large crowds and the sound/lighting in the hall is now/will be, up to a good standard. We have made good profits from the bar which helps us offset the café losses as a loss leader which will be increasingly popular I feel as an important focal point of the centre. Tara is a valuable link for the elderly visitors in particular and is happily rude to anyone at all and they love it. We welcome Mike Lacey back to look after the upkeep and general repairs etc. and Sue Bolton has stepped up as Head Steward plus taking over some of the financial dealings from Malcolm who has expressed a wish to hand over the Treasurer role as soon as is practicable to a successor. Our Shed has been totally re-

organised and it pitifully under used for the facilities we can provide so we are trying to widen its appeal to attract new users. We have to face the fact that we seem to be a dwindling band of volunteers and members here at the Centre and I think it is important that all members put some thought into how to draw in new members. Answers on a postcard please! Vinny has now stepped up as Centre Manager and is the main go-to contact for users which is very helpful as he acts as the focus and let's face it a large focus! June has continued to elicit funding from all sorts of sources, I don't know how she does it but it is very valuable and she is very keen on pushing community projects which is part of what we stand for. I had intended to resign at this AGM but fate plays funny tricks on us and instead I've rather reluctantly stood in as Acting Chair for the last few months and I have received help and encouragement from all quarters which has made life a lot easier so thanks to the team for this as we seem to be running on an even keel at the moment.

Treasurer: Malcolm had provided attendees with a copy of the ACA General Account statement for 2022/2023 and a Breakdown of Major Elements of the General Fund. These accounts are not yet approved by the Independent Examiner. The General Fund made a loss but there were a considerable number of repair and maintenance costs incurred last year. Profits from the Bar at events are subsidising losses by the Community Café.

Secretary: June said she had not much to report. She was continuing to chase and collate contributions for The Addlestonian and Graham Botterill is kindly helping with the computer editing. She continues to apply for charity funding but this is currently less easy to obtain.

Centre Manager: Vince said bookings had brought in revenue of £106,000 in the last year. We have lost a couple of hirers and gained a few. A new morning fitness class for mothers and toddlers has started and is popular. Events in the Tulk are continuing and the bar takings at these is regularly over £1k and can be as much as £1800. He thanked the ladies who run the bar at these events.

4. **Section Reports:** Keep Fit: Carol Bayton said the section meets on a Wednesday evening from 7:30 – 8:45pm in the Tulk Hall. They have a membership of 14 ladies. When the class doesn't meet they often get together for walks and a catch-up of news, often with coffee and cake! Some members have visited local open gardens in the summer.

KATS Productions: Yvette advised after several stressful weeks of children leaving and losing two of their staff, they had a successful production the previous weekend. This was held at Ottershaw as there was no availability at the Addlestone Centre. The production went off very well. It is proving very difficult to recruit new staff and they are thinking about their format for the change in KATS. They have several new ideas in the pipeline for the future but they need to recruit more staff.

ACT: Annie advised that since last year ACT has had a very difficult time. The Pantomime – Little Red Riding Hood- had to be cancelled due to problems with the Director who was appointed by Danny Sparkes. They lost some members to the new theatre group the Director set up. The Christmas cabaret was then postponed until February. This was a very successful night. They have been rehearsing a Comedy evening for the following Friday/ Saturday with sketches and a one-act play; it is very funny. This will be followed by a Summer Murder production, a Burt Bacharach evening and two weekends of Pantomime in January 2024 – maybe with KATS. The section needs new blood, especially younger members.

Entertainments Committee: Malcolm advised that in the year up to 31 March 23 there were six outings, some making a loss due to the increase in fuel costs. Overall there was a surplus. There had been six band concerts and all made profits. Thanks to Emily West and her daughter Sarah for their work. There had also been sponsorship donated for the Challenging Brass event. Emily said it was not just her and Sarah, without other helpers they just couldn't do it. She wished to thank everyone including the bands who also step up and help with clearing up etc when asked. There will be a Concert on 11 June by the band who won the Challenging Brass competition.

5. **Amendments to the ACA Constitution:** Paul explained that the proposals were published two months ago and circulated with AGM papers. David Taylor asked what the idea was about having two Chairs - one General Committee and one Operations (formerly Executive) Committee. Paul said he was in two minds about this proposal but he did see the point of the suggestion. The governing Committee is the General Committee. It works better if there is a different chair from the Operations Committee as the Operations Chair cannot then do whatever they want without checks from the General Committee. Lance said there are two points to remember: the Charity and the Community Centre are separate. The General Committee is responsible for running the Charity and there are a number of other committees with different jobs. The job of the Operations Committee is to run the building. In order to maintain oversight there will be separate Chairs. The second point is the Executive Committee is the worst possible name as it implies they can make decisions. The suggestion is to change the title to Operations Committee. The ACA Chair will be Chair of the General Committee and there will be another Chair for the Operations Committee. Dave Strike asked for confirmation that there will be a Chair for each Committee. Lance confirmed this will be the case. David Taylor quoted Section 9 (b) 'The members with power to vote present at the Annual General Meeting shall elect the Chair, Vice-Chair, Treasurer and Secretary of the Association' Lance said under the proposed amendments – 9 (f) The ACA Chair cannot hold the position of Chair on the General Committee. David suggested amending 9 (b). Lance said that would restrict the Association for 20 years and could not be changed in that period, having it open allows us to change our minds. We need the flexibility and not to be restricted. This amendment was approved by the majority on a vote. David Taylor asked about Quorums – 15(b)ii the addition of the wording 'These numbers can be

made up with proxy votes'. David suggested this should be deleted or suggest a maximum number of proxy votes – suggesting 5. Graham Botterill suggested a maximum of 10 proxy votes. Lance explained that the attendance at tonight's meeting is not quorate. Annie has bought proxy votes from ACT members but she cannot change the outcome using these votes alone. The meeting voted on two proposals for numbers of proxy votes:

10 Proxy votes – 12 votes - Carried

5 Proxy votes – 8 votes

Paul said if we don't get a quorum at meetings we must either reduce the quorum number or use proxy votes. Attendance at meetings has reduced over the last few years. David Taylor asked if ACA has email details for all members. June said there is a list but not for all members. Some emails get returned. Lance suggested an on-line renewal system which will check emails.

Carol Bayton said she would be happy to reduce the quorum as it is difficult to get people to meetings. June suggested this issue should be discussed at the General Committee. Lance said we should get the Draft Minutes out quickly and share the information.

Section 15 (a) 'No member shall exercise more than one vote ' – therefore, if they are a member of more than one section they only get one vote. Carol Botterill suggested that the section on proxy voting should be included in the voting section of the Constitution. Under 15(b)(ii) 'General Meetings should be titled AGM or EGM. Lance said all are General Meetings – Carol asked if we need a quorum at General meetings. Lance said if we put Proxy Voting in this section it will apply to all Section meetings too. Graham said he was confused about General Meetings and Meetings of the General Committee, therefore we can't move proxy to General Meetings section of the Constitution as it would restrict the Sections. Lance said it is difficult to put a quorum on the General Committee as they may co-opt people on. The Chair, Vice-Chair, Treasurer and Secretary form the committee and Section heads are co-opted on. If the number of Sections drops, attendees will drop. We may co-opt someone on if for instance they have responsibility for organising something. Graham said it was clear that the quorum at General Meetings of the Association would be for AGMs or EGMs. David Taylor agreed.

Lance said apart from the above amendments we also need to vote on the other proposed changes to the Constitution.

Additional changes – 17(b) Replace HSBC Addlestone with 'Financial Institution' and removed 'Notice of meetings in local paper'. 3(h) remove the phrase 'Association not allowed to trade' to allow the café to operate.

David Taylor asked about the Charity Commission rules.

Lance said the Charity Commissioners say the Constitution trumps everything.

There is also the issue of Section F - which requires Officers to be Trustees (Chair, Vice-Chair, Treasurer and Secretary). Lance said anyone on the General Committee can volunteer to be a Trustee.

There is also the proposal to change Executive Committee to Operations Committee. Graham said this is a matter of modern English usage.

A vote was held to approve all the proposed changes.

Proposer : Lance Jones, Seconder : Graham Botterill. The majority of those who voted were in favour. Proposals carried. Malcolm said it should now go to the General Committee for approval. Lance agreed.

## 6. **Election of Officers:**

Chair of Operations Committee – Paul Bungard – proposed by Monica Kitchenside, seconded by Yvette Bartlett. Unanimously approved.

Chair of General Committee – No proposals. Position to be left vacant and the General Committee can appoint.

Vice-chair General Committee – Monica Kitchenside – proposed by Lance Jones, seconded by Yvette Bartlett. Unanimously approved.

Treasurer – General Committee and Operations Committee – Malcolm Smith – proposed by Lance Jones, seconded by Paul Bungard. Unanimously approved. Malcolm said he was desperately seeking an Assistant Treasurer, Sue Bolton has kindly taken over invoicing and has been a great help, he was hoping she could take on more. Sue said she will happily take on a bit more. It was suggested by David Strike that we could form a Finance Committee – Lance said this could easily be formed, Paul agreed.

General Committee and Operations Committee Secretary – June Tilbury – proposed by Monica Kitchenside, seconded by Paul Bungard. Unanimously approved.

## 7. **AOB** – Emily West wished to thank all those who kept the centre going and all the committees who work together.

Yvette asked if we had to decide who is the organiser of the Entertainments Committee. Lance said each section is responsible for their own committee.

David Taylor asked if we are still going ahead with the plans for the rear entrance. Paul said this is not going forward for various reasons. We missed the deadline for completing the application and would have to start again. We incurred Architects' expenses of £2000. If we ever do go ahead the plans are 'parked' and could be started where we left off.

David Taylor asked if there are any employees of ACA. Paul confirmed there are no employees, Vince, Tara, Stacey and Daphne are all contractors and self-employed.

Sue Bolton asked about areas of responsibility. As a novice at the centre, if there is a problem, who should she go to? Paul said it isn't currently defined, For issues with the Bar initially see Vince, other issues ask Paul or June. Vince said he and Paul meet nearly every day.

Graham Botterill asked sections to send Addlestonian contributions to June by 8 June.

Vince said Yvette had offered to take over the role of Membership Secretary. Yvette said she was willing. This was unanimously approved.