

Shrewsbury House Community Association

ANNUAL GENERAL MEETING

4th March 2022, 7.30pm

Old Library Bar

ATTENDANCE

Board of Trustees

John Mills (Chair)
Richard Perrott (Treasurer)
Kathryn Green (Company Secretary)
Maggie Aiken
Rob Belfield
Abi Bralee
Andy Brockman
Kate Halpin
Sajid Raja
Jess Macfarlane (minutes)

Manager, Shrewsbury House

Sonia Maloney

Others

Individual members (c20)
Local residents

Apologies

Fiona Kemp (Trustee)
Duncan Martin (Trustee)

1 Welcome and introductions

John Mills welcomed everyone to the meeting, and the Trustees and House Manager introduced themselves. John explained that this meeting had been deferred from December 2021 due to COVID restrictions. Last year's meeting (November 2020) had been held via Zoom conference link.

2 Chair's report

It had been a very difficult few years for everyone. The staff and volunteers had done an outstanding job of keeping the House and grounds going while we were closed. John played a short video of interviews with staff and House users, about how it felt to be getting back. John reported that two Trustees, Kathryn Green and Maggie Aiken, were retiring at this meeting. They had both contributed a huge amount to the smooth running and good governance of the House, and would be very much missed.

3 Finance report

The Report and Accounts for 2020/21 were available on the website, and Richard Perrott gave a short presentation on the financial situation and trends. The balance sheet was currently robust, but only due to the grants that had been received during closure – furlough, job retention scheme and others. The operating outcome over the coming months was uncertain, but we hoped to see some normalisation around income as occupancy of the House began to return to normal.

Richard proposed that independent examiners Michael Adamson be retained as independent examiners for the next year, at a cost of £750. **Proposal agreed unanimously.**

4 **The Year Ahead: Manager's report**

Sonia Maloney gave a short presentation on how the House was recovering after the COVID closures. She thanked all the staff and volunteers for their support during this difficult period, and said that the focus going forward would be on building numbers and developing services for the community.

5 **Governing Document**

Jess Macfarlane said that during Covid, meetings had been held via video conferencing. The Charity Commission had permitted this during lockdown, but this had stopped and advice was that it should be incorporated into constitutions and governing docs if it was going to continue. The Board had taken the opportunity of doing this to review the document overall, and proposed a number of changes to refresh the document. These draft changes had been posted on the SHCA website. Main changes:

- **Definition of Meeting:** amended to include electronic means such as video conferencing
- **Membership:** amended to '*Membership shall continue until the member gives notice in writing that they wish it to cease*'. Previously this required a new application for membership each year.
- **Proceedings at a General Meeting:** a resolution in writing signed by '*a simple majority*' has been replaced by a '*minimum of 25 members*'.
- **Proxy Votes:** new clause: '*A person may be appointed to act as proxy for no more than three members.*'
- **Retirement and Appointment of Trustees on the Board:** Proposed that Trustees may serve for five years continuously, and may then stand for re-election at the AGM. This replaces the timeframe of three years to ensure Board stability and strengthen leadership.
- **Standing as a Trustee:** The requirement for any person nominated as a Trustee to have been a member of SHCA for at least three months is removed. Revision to read '*Any person as set out in 9.1. (a) to (c) is eligible to seek election and must be nominated and seconded by members of the Charity*'.
- **Disqualification and removal of Trustees:** Added: '*a trustee shall cease to hold office if they do not comply with full/relevant DBS check to ensure fitness for office or do not comply with board approved policies.*'
- **Conflicts of Interest:** Added A register of interests will be maintained by the Charity and Trustees will comply with the Conflict of Interest Policy.
- **Proceedings of the Board:** Amended to read '*The Board shall ensure that User surveys/feedback /formal consultation will be organised at intervals throughout the year.*' This will ensure members have the opportunity and appropriate mechanism to feed back to and inform the Trustees.

A vote was taken to approve all amendments. Carried unanimously.

6 **Election of trustees**

A Trustee nomination had been received from Geoff Sheath. Geoff spoke briefly about his interest in and connections with Shrewsbury House and what he would bring to the Board. **It was proposed that Geoff be elected to the Board. Carried unanimously.**

7 **Green Garth**

John reported that discussions with RBG about Green Garth had been ongoing throughout the pandemic. It had finally been agreed that SH could take on the lease; however, the

Heads of Terms when received had set out that we could have EITHER a five year lease at peppercorn rent, OR a longer lease at a commercial rent. Neither of these options was either feasible or acceptable, as had been made clear during the previous months of discussion. John had asked in November for clarification, which was so far unforthcoming. Earlier this week, the local Councillors had said they would try to find out what the difficulties were. Any information would be passed on as soon as available.

Andy Brockman gave a brief presentation on Green Garth, the background, historical significance and present situation. There had been a development – the summerhouse/gazebo had been placed on the Historic England, Buildings At Risk Register. This had implications for any plans for Green Garth. Council officers had visited the site earlier this week and had agreed to protect the summerhouse roof pending further discussions and decisions. Andy said that local input was vital for this project, and urged people to raise the issue with local councillors and any others canvassing views ahead of the local elections in May.

There was a request from the floor that wheelchair users should be consulted during any initial design phase for Green Garth – this was strongly supported by the Board.

10 Q&A

None

11 AOB

John closed the meeting by thanking all the volunteers and Trustees who had given their time over the year, the Trustees who had stepped down, Emma's Pantry and Maritime Radio for their contributions, and especially to Sonia and all the staff who continue to deliver a great service to users. And finally, to all users for their continued support.

There was a vote of thanks from the floor to the Board for the work they were doing, which was much appreciated.

End

Minutes agreed following the SHCA Board Meeting of 9th March 2022 (circulated electronically for approval)

.....(John Mills, Chair SHCA Board of Trustees)