

## Minutes of the Berkswell Society 2021 AGM

Held on Thursday 7<sup>th</sup> October 2021 at 7 pm, Jordan Room, St John Baptist Church, Church Lane, Berkswell. 19 members present. Apologies were received from Graham Lock, Barrie Howarth and Beverley Spicer.

1. Introductory remarks by the Chairman
  - 1.1. Chairman thanked John Thomas, her predecessor, for everything he had done for the Society and wished him well in his new home in Kenilworth
  - 1.2. Thanked the committee and all those who had who worked on the Society's projects and work over the last 2 years.
  - 1.3. Welcomed those who had joined the committee over the last 2 years (Beverly Spicer, Barrie Howarth, Flick Wheeler) and thanked retiring member Alan Hanbury who had moved from the area.
2. Minutes of the AGM held on 30<sup>th</sup> May 2019 were approved. (see website [link](#))
  - 2.1. It was noted that no AGM had been held in 2020 due to government coronavirus restrictions.
3. The Secretary gave an update on the Society's activities over the last 2 years using photographs on screen. Particular thanks were given to the volunteers who looked after the 32 planters, those involved in the litter pick and improvement of the library garden and to Jim Ellis for the website which provided a wealth of information and suggestions for things to do and places to visit in the parish.
4. Treasurer's report covering 2019 and 2020. See appendix 1
  - 4.1. Thanked the Berkswell Charities and PC for their ongoing financial support
  - 4.2. Explained that the Investment came from surplus funds raised to fight a proposed coal mine almost 3 decades ago. That money was invested in preference shares the income from which funded about 1/3<sup>rd</sup> of the Society's expenditure. This formed the Society's capital reserve as defined in the constitution
  - 4.3. Day to day expenditure and the reserves held for those were held in a Barclays bank current account.
  - 4.4. Those day-to-day reserves had built up in 2019 due to a delay in ordering planters to 2020. The replacement programme is now fully on track with further replacement planters being purchased this year.
5. The Constitution updates were approved subject to noting point 4.3 above. See appendix 2 for updated constitution.
6. The Chairman invited nominations for the committee. The previous committee were re-elected unopposed as follows
  - 6.1. Jane Edwards – Chairman
  - 6.2. Ken Shaw Treasurer

6.3. Andrew Burrow – Secretary

6.4. Committee members

6.4.1. Jim Ellis (Communications)

6.4.2. Beverley Spicer

6.4.3. Flick Wheeler

6.4.4. Barrie Howarth

6.4.5. Kay Howles

6.4.6. Graham Lock

7. It was agreed that Richard Drake is appointed to scrutinise the 2021 accounts

8. Any other business raised by members

8.1. From the follow-on parish assembly, it was agreed that the Society would obtain and publish details of funding scheme for tree planting on private land.

8.2. It was noted that Gordan Clark would be running the charitable open gardens in 2022 taking over from Ken Shaw and that the Society would continue to support this highly successful charitable fund raiser with publicity.

8.3. The new tenants of the Berkswell village shop were introduced and said a few words about their plans for the business. It was stressed that normal business hours would be the norm with a focus on selling essential food items, hot and cold drinks, lunches etc. It was noted that to sell a cup of (hot) coffee or tea to be enjoyed off the premises now required specific planning permission. Such permission had been granted but it was not the intention to sell in the manner of a pizza or burger takeaway.



Andrew Burrow

Secretary to the Berkswell Society

11<sup>th</sup> October 2021

## Appendix 1 – Society Accounts

### Income and expenditure

Income	2019	2020
Grant from Berkswell Charities	£500	£450
Grant from Parish Council	£500	£500
Investment dividends	£574.88	£574.88
Bank interest/compensation	£50.72	£0.01
<b>Total</b>	<b>£1625.60</b>	<b>£1524.89</b>

Expenditure	2019	2020
Plants and planters	£686.16	£1750.88
Telephone box library set up		£140.70
Stockbroker fees	£80*	£40
CPRE membership	£36	£36
<b>Total</b>	<b>£802.16</b>	<b>£1967.58</b>

Note: \* includes payment from 2018

### Balance sheet (money we hold)

Bank Account	2019	2020
Balance at 1 <sup>st</sup> January	1754.45	£2577.89
Balance at 31 <sup>st</sup> December	£2577.89	<b>£2135.20</b>

Investment in preference shares*	2019	2020
Value at 1 <sup>st</sup> January	£8614	£10147
Value at 31 <sup>st</sup> December	£10147	<b>£10,074</b>

\* Surplus of the money raised about three decades ago for opposition to proposed road to nearest £

## Appendix 2 – Constitution

Changes shown in red.

### Constitution of the Berkswell Society

#### 1. NAME

The name of the Society shall be “The Berkswell Society”.

#### 2. OBJECTS

The objects of the Society shall be to preserve the amenities of the Parish of Berkswell, and to protect and secure the rights and interests of its Residents.

#### 3. POWERS

In furtherance of its objects, the Society may:

- 3.1. Incur such expenses and take such action as it considers advisable for the good conduct and welfare of the Society and the promotion of its objects
- 3.2. Raise money for the said objects, and accept gifts on such terms as shall be deemed to be necessary
- 3.3. Invest any monies not immediately required for the said objects in or upon such investments, securities or property as shall be fit.
- 3.4. Do all such other lawful things as are necessary for the attainment of the said objects.

#### 4. MEMBERSHIP

- 4.1. All members, other than such Honorary Members as may be elected from time to time, must reside within the Parish of Berkswell.
- 4.2. Non-residents wishing to support the Society may become Associate Members, but shall not have a vote at meetings of the Society.

#### 5. SUBSCRIPTIONS

- 5.1. Membership of the Society is free of charge but only those with an email address will receive communications from the Society
- 5.2. A membership fee can be introduced if recommended by the committee and approved by a simple majority of those attending the AGM.

#### 6. OFFICERS

- 6.1. At the annual general meeting of the society, there shall be elected a Chair, Secretary and Treasurer.
- 6.2. All candidates for election shall be members of the Society, and shall be properly proposed and seconded. Proposers and Seconders must be members of the Society.
- 6.3. All members shall be entitled to vote, and a simple majority of those present shall be sufficient for election
- 6.4. All Officers shall retire annually, but shall be eligible for re-election.
- 6.5. In the event of an Officer being unable or unwilling to serve, the Committee may appoint a member of the Society to fill the vacancy until the next AGM.

#### 7. COMMITTEE

- 7.1. The Committee shall be responsible for the conduct and administration of the Society's affairs
- 7.2. The Members of the Committee shall be the Officers of the Society, and up to a further 6 members, who shall be elected at the AGM in the same manner, and subject to the same procedures, as the Officers.

- 7.3. Members of the Committee who fail to attend 3 consecutive Committee meetings may, at the discretion of the Committee, be deemed to have resigned, and shall be sent a written notification to that effect.
- 7.4. The Committee may co-opt such further members as it feels appropriate. Such co-option shall cease at the next succeeding AGM
- 7.5. Proceedings of the Committee shall not be invalidated by the failure to elect, or by any defect in the election, nomination, co-option, or qualification of any member
- 7.6. At any meeting of the Committee 5 members shall form a quorum.
- 7.7. Every member of the Committee shall be entitled to vote, and a simple majority of those present shall suffice. In the case of equality, the Chair shall be entitled to an additional, casting vote.
- 7.8. The Chair or, in her/his other absence, the vice-Chair, and any two other members of the Committee, acting together, shall deal with urgent matters which, in their opinion, cannot wait until the next meeting of the Committee, subject to a report of such actions being made at that meeting.

## **8. GENERAL MEETINGS**

- 8.1. The Annual General Meeting shall be held within 6 months after December 31<sup>st</sup>
- 8.2. At least 14 days written notice of any meeting shall be given to all members
- 8.3. All members of the Society shall be entitled to vote, and a simple majority of those present shall suffice (except as laid down in clauses 10.2 and 11.2)
- 8.4. A Special General Meeting may be called at the written request of 20 members, and must take place within 28 days of such a request having been received by the Secretary.

## **9. FINANCE AND ACCOUNTS**

- 9.1. A bank account shall be opened in the name of the Society at a bank nominated by the Committee
- 9.2. The Committee shall nominate the signatories of the bank account, provided that all cheques shall be signed by at least 2 Officers, including, except in his unavoidable absence, the Treasurer.
- 9.3. The Treasurer may make payments by internet banking subject to receiving prior approval for the payment from the Chair or Secretary or in their absence another member of the Committee.
- 9.4. The Treasurer shall maintain proper accounting records for the Society, and shall prepare annual Statements of Accounts for presentation to the AGM
- 9.5. The annual accounts shall be verified by the Society's **accounts scrutineer**, who shall be elected at the AGM from among those members of the Society not serving on the Committee
- 9.6. The Society's reserves policy is shown in appendix 1. This can be changed on the recommendation of the Committee and approved by a simple majority at the AGM

## **10. ALTERATION TO THE CONSTITUTION**

- 10.1. The Rules may be altered only at a General Meeting of the Society
- 10.2. Any proposed amendment to the rules shall be advised to the Secretary at least 21 days in advance of the General Meeting
- 10.3. Proposed amendments need not be circulated to members in advance, but a written copy shall be provided to every member present at the meeting
- 10.4. A majority of two-thirds of both those present at the Meeting and those voting by proxy shall be required to effect a change of rules

## 11. DISSOLUTION

- 11.1. If the Committee, by simple majority, shall decide at any time that it is necessary or advisable to dissolve the Society, it shall call a General Meeting
- 11.2. If the decision is approved by not fewer than two-thirds of the persons present and entitled to vote at the General Meeting, the Committee shall have the power to realise any assets held on behalf of the Society. Any assets remaining after the proper debts and liabilities, shall be disposed of in accordance with the wishes of a simple majority of those present at the General Meeting which approves the dissolution **subject to the requirement that assets cannot be passed to a “for profit” organisation.**

### Footnote

All references to members are to full members except where associate or honorary members are specifically identified.

## Appendix 1 – Reserves Policy

### Capital Reserve

The Society's capital reserve comprises 7,300 General Accident Preference Shares being the residue of monies raised by the Berkswell Society Mine Opposition Group

As agreed at the meeting of the Berkswell Society Committee held on 27 February 2019 (minute 4/2019 refers), this reserve will remain ring-fenced only to be used to finance opposition to any future perceived serious threat to the preservation of the Berkswell Parish.

The use of any monies from the Capital Reserve will require both a majority agreement by the Society's Committee and the majority agreement of Berkswell Parish members at a Special General Meeting.

### Other Reserves

Reserves are also held **in a current account** with Barclays Bank to facilitate ongoing income and expenditure required to ensure the smooth running of the Society. The account is maintained within a target range of no less than six months' and no more than two years' normal expenditure.

The Barclays account is operated by the Society's Treasurer with any spend having the prior approval of either the Chair or Secretary of the Committee.