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**Wilts & Berks Canal Trust  
Annual General Meeting 16<sup>th</sup> October 2010  
East Challow Village Hall**

Minutes of the Twenty-second Annual General Meeting of the Wilts & Berks Canal Trust (company number 2267719) held at East Challow Village Hall, East Challow, Wantage Oxon OX12 9ST on Saturday 16<sup>th</sup> October 2010, at 2 00 pm

**Present**

Dr David Fletcher, CBE	President
John Laverick	Chairman
Luke Walker	Vice Chairman
Alan Norris	Vice Chairman
Chris Coyle	Company Secretary
Ray Aldridge	Director
Rachael Banyard	Director
Martin Buckland	Director
Colin Fletcher	Director
Douglas Harris	Director
Kath Hatton	Director
Mike Lang	Director
Mike Lee	Director
Doug Small	Director
Brian Stovold	Director
Edward Thomas	Director

Also present were [86] ordinary voting members and 5 non-voting visitors (as recorded on the attendance lists)

**Apologies for Absence**

Apologies for absence were received from F de Rhe Philipe, Neil Rumbol, Chris Toms, Peter Kinsman, Robert Jones, Richard Bellamy, George Eycott, Mel Parker, Tim Pyatt, Brian Roberts, Jenny Stratton, Rowan Brockhurst, James King, Theresa Lang, Juanita and Brian Poulton, and Gillian Richardson

**Approval of the Minutes of the 21<sup>st</sup> AGM and consideration of matters arising**

The draft Minutes of the twenty-first Annual General Meeting held on 17<sup>th</sup> October 2009 having been published in Dragonfly 115 for members to review, a resolution to approve them was proposed by Luke Walker, seconded by Di Smurthwaite, and carried without dissent. There were no matters arising.

**Directors' Report**

The Directors' Report for the year ended 31<sup>st</sup> March 2010 had been made available for members to review before the meeting. The Chairman clarified that

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the report covered the period to 31<sup>st</sup> March 2010, and therefore did not include the official naming of the new trip boat or the Festival at Wichelstowe, which would be reported on in the next Directors' Report

The chairman highlighted the comment in the Report about the excellent working relationship with the Canal Officer of Wiltshire Council, and hence the whole Authority

A resolution to approve the Directors' Report was proposed by Rachael Banyard, seconded by Luke Walker, and carried without dissent

### **Annual Accounts for the year ended 31<sup>st</sup> March 2010**

The Trust's accounts for the year ended 31<sup>st</sup> March 2010 had been published in Dragonfly 117 in an abbreviated version, and the full accounts had been made available for review by members

A member asked the reason for the fall in subscriptions. The Membership Director, Mike Lang, explained that the line in the accounts included both subscriptions and related voluntary donations, and it was this latter part which had fallen rather than subscriptions. A member asked if the two elements could be reported on separately in future.

A resolution to approve the Annual Accounts was proposed by Colin Fletcher, seconded by Harry Bromley, and carried without dissent

### **Election of Members to the Council of Management**

- 1 In accordance with articles 41 and 42 of the Articles of Association, Rachael Jennifer BANYARD, Martin David BUCKLAND, Colin FLETCHER, George John EYCOTT, Alan Arthur NORRIS and Luke Henry WALKER retired from Council in rotation

Alan Arthur NORRIS and Martin David BUCKLAND did not offer themselves for re-election

Rachael Jennifer BANYARD, Colin FLETCHER, George John EYCOTT, and Luke Henry WALKER offered themselves for re-election

- 2 In accordance with Article 36 of the Articles of Association David John COOK, John GANTLETT, Kathleen Veronica HATTON, David Allan STIRLING, Douglas George SMALL and Melanie Jane PARKER offered themselves for re-election having been co-opted by Council since the last AGM. Bruce Matthew ALLARD was co-opted, but did not offer himself for re-election

## **Reappointment of Morris Owen**

A resolution to reappoint Morris Owen as Independent Examiner of the Accounts was proposed by Chris Coyle, seconded by Rachael Banyard, and carried without dissent

## **SPECIAL BUSINESS**

The meeting was asked to consider a change to item 12 of the Memorandum and Articles of Association. The Company Secretary introduced the subject by explaining that at the last AGM a member initiated a discussion on the quorum for general meetings. She noted that the quorum was eight, and had been for a long time, while the membership of the Trust had grown considerably since that figure had been set. After discussion it was agreed that there was some support for change, and that the issue should be referred back to the Council of Management for consideration and possible proposals, to be brought to the next General Meeting.

The Company Secretary reported that in accordance with this requirement Council of Management had considered the question carefully and proposed the following amendment to the Memorandum and Articles

### **Quorum (Current)**

"12 No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided eight members entitled to vote and personally present shall be a quorum."

### **Quorum (Proposed)**

"12 No business shall be transacted at any General Meeting unless a quorum of members entitled to vote is present in person when the meeting proceeds to business. Save as herein otherwise provided the quorum shall be the number of members equivalent to the number of Directors on the Council of Management immediately before the notice of the meeting plus one."

The meeting requested clarification on some points related to the proposal

Following the discussion the Chairman adjourned the meeting at 2.35 to allow ballots to be held

Secret ballots were conducted in which members were asked to vote 'for' or 'against' (or abstain) in respect of the election of each candidate, and 'for' or 'against' the proposal to increase the quorum. As there were fewer candidates than seats available on the Council of Management, members were advised that they were free to vote for as many candidates as they wished.

The meeting was adjourned while the ballots were counted. Mike Lang and Brian Stovold acted as scrutineers. During the adjournment Ken Oliver, Canal Officer Wiltshire Council, gave a presentation on the Canal Partnership, on progress on significant projects, and proposals for further projects.

On completion of the count the Meeting reconvened at 3.00 pm and the Company Secretary announced that all the candidates had received considerably more votes 'for' than 'against' and they had all therefore been elected. He also announced that the Special Resolution had been passed with 65 votes for, 4 against.

### **Any Other Business**

There was no other business.

The Chairman then thanked East Vale Branch for hosting the meeting. The meeting was formally closed at 3.05 pm.

Chris Coyle  
Company Secretary