

Minutes of the Annual General Meeting + Special Resolution
Monday 23rd November 2020 at 11:30 am
Held on Microsoft Teams

Attendees:

Fiona Price	AGE UK Berkshire	Fiona Kelly	Trustee
Tim Parry	Connecting Communities in Berkshire	Marjie Walker	The Link Visiting Scheme
Vickie Randall	WBC Cancer Champions (Involve)	Tracy Howat	Involve
SARA RICHARDS	Cruse Bereavement Care	Amy Gates	BFC
Mike Allen	inVOLve	Fred & Sally	Keep Mobile
Clarissa Webb	involve Community Services	Laura	Berkshire Vision
Liz Penn	involve	Michael Nicholson	Trustee
Dave Lenton	Bracknell U3A	Geoffrey Taylor	Trustee + Bracknell Choral Society
Shaun Polley	Me2 Club	Siobhan Goodchild	Trustee
Tina Stevenson	Citizens Advice Bracknell & District	Harjit Hunjan	BFC
Barbara Denyer	Bracknell Samaritans	Jackie Leslie	Involve
John Williams	Sandhurst Voluntary Care	Liz Bird	Involve
Phil Bell	involve Community Services	Martin Sloan	WBC
Cllr Sandra Ingham	Bracknell Forest Council	Jane Figg	Bracknell Macular Support Group
David Hare	WBC/ Earley Town Mayor	sharon Kearins	Home Start
Jackie Eddolls	Involve Community Services	Madeline Diver	Carers UK
Diane Benford	involve Community Services	Cllr Tony Lack	WBC
Terri Lazzari	Support Horizons	James Harrison	Trustee
Mary Durman	Promise Inclusion	Roumie Radountcheva	Trustee
Helena Badger	The Wokingham Volunteer Centre	Malcolm Dudson	Trustee
Miranda Millan	Involve staff	Renze Kramer	Trustee
Philip Cook	Involve Manager		Shaded = member org.

- **Meeting officially opened 11:30am** by James Harrison (Chair) (JH)
- **Welcome and Acknowledgements** were made to the following:
 - All attendees
 - Board Members
 - Involve staff
 - The Mayors of Wokingham Town and Earley Town: Cllr Tony Lack and Cllr David Hare
 - Local Council/authority staff
 - Involve Member organisations
- **Apologies**
 - Owen Fordham – Branch Secretary of UN Association
 - Paul Bettison – Leader of the Council BFC
 - Melanie O'Rourke – BFC
 - Bob Draper - Shopmobility

Approval of Minutes

- JH requested approval of the minutes from the last AGM in 2019. These were proposed by Malcolm Dudson and seconded by David Hare

Matters Arising;

- None

Chairman's report – Delivered by James Harrison (Chair of Board)

- Acknowledging trustee board:
 - Retired/Resigned in 2018/19:
 - Peter Redford
 - Kate Bishop
 - Mike Gibson
 - Current Board:
 - James Harrison - Chair
 - Malcolm Dudson - Deputy Chair
 - Michael Nicholson
 - Fiona Kelly
 - Geoffrey Taylor
 - Siobhan Goodchild
 - Roumie Radountcheva
 - Renze Kramer
- Thank you to all the involve staff, trustees and volunteers
- Welcome to – Jason Bowles, Yolanda Romero-Cummins, Hannah Ellis, Tracy Howat all joined in 2019/20
- Goodbye to Allison Vile, Tim Madge, Debbie Horsburgh, Lynn Baldwin
- A big thank you to Charlotte Abraham from Reading Uni who joined as an intern in the summer of 2019 and again over Easter to out together the Berkshire Sculpture Park.
- Thank you to all of our volunteers that contribute to the organisation and its different projects including those that join us in the office for short term placements/ work experience.
- Thank you to all our funders and supporters; Bracknell Forest Council, Wokingham Borough Council, Berkshire West CCG, Wokingham North PCN, The National Lottery, Berkshire Community Foundation, The Stevenson Family Trust, The Wokingham Lions, The Police Crime Commissioners Fund, Boehringer Ingelheim, Wokingham Borough Community Safety Partnership, Waitrose, St. James Place Fund, Co-op Community Fund, Eizo, Asda Foundation, Easthampstead Rotary Club
- Key achievements for 2019-20:
 - Training - Over 1000 places were taken on our many different training courses
 - Funding – nearly 100 organisations supported/advised re: funding/fundraising and over £460k worth of funding bids supported directly by involve
 - Info/support – over 400 organisations were supported with advice, information, governance, policies and more
 - Trustees – 14 trained trustees specially recruited and placed in local charities + 5 Trustees training courses delivered with 45 attendees.
 - Volunteers – over 200 local volunteering opportunities advertised on the volunteering portal. Online /volunteer centre had nearly 5000 visitors

General Managers Report

- Philip Cook (PC) gave an update and overview of the year passed and where the organisation is now and where it is moving forward.
- **Befriending** – Decision was made to close the project in 2019/20. A new provider engaged to set up a scheme in Bracknell Forest to ensure continuous support to vulnerable people and is still very active in the borough
- **Cancer Champions** – This project continues to grow. The future will be that the scheme, incubated by Involve, will become its own entity/organisation in the future
- **Volunteer Passport Scheme** – This scheme is evolving into a Volunteer pool/network, providing more accessible opportunities. The future model will entail opportunities for businesses alongside community volunteering organisations.

- **Winter Pressures** – This is the second pilot year, expanding Community Navigation to support winter pressures in Wokingham Borough. The pilot nearly 30 people safe, secure and improved their circumstances over the winter period. This additional support enabled people to stay out of the system.
- **Community Resilience** – Not duplicating what other organisations do but identifying the gaps. Recognising there is limited local/national charities, challenging and raising awareness of key social issues such as: knife crime, CSE, hate crime and exploitation. Involve is marketing resources to raise awareness of these pertinent issues locally. Social issues in BFC & WBC do not receive the same level of attention as neighbouring areas.
- **Social Prescribing** – This was started in November 2019. Wokingham North PCN chose to partner with Involve to set up and deliver their Social Prescribing service.
- **Future Leaders** – A training course for Future Leaders in the Charity & Community Sector. The course will be set up and delivered in 2020/21, Currently Twelve people have signed up for a year's long course.
- **Berkshire Sculpture Park** – Local gap – a virtual guide to public art across Berkshire has begun being established. The hope is to secure additional funding to finish and launch this too/resource and maybe find an organisation to adopt and maintain it going forward.

Financial Report

- Roumie Radountcheva, Treasurer, gave an update on Involve's finances
- Summary:
 - We have 2 income streams in the accounts: unrestricted, which is recurring for the core activities, and restricted, which is non-recurring.
 - Our main core grants from the two local authorities, Wokingham Borough Council and Bracknell Forest Council the funds received remain unchanged, which was as expected.
 - Higher expenses due to increase in hours.
 - Finances are maintained to a high standard which is thanks to Jackie Eddolls
- A full report is available on the Involve website.

Re-election of Trustees

- Appointment: Siobhan Goodchild and Michael Nicholson were duly elected, Proposed by Renze Kramer, seconded by Barbara Denyer
- Re-election; Malcolm Dudson – No objections

Special Resolution Agenda Items 9 – 11

- Special Resolution to update Involve's Constitution
- To pass these changes, subject to Charity Commission approval, 75% of members have to support the proposals.
- After each item, voting will be via raising of hands/declaring in the chat/or voicing approval or disapproval, this is for Member orgs/ reps only.
- No proxy votes were received in advance of the meeting.
- Involve currently has 123 member organisations with 16 members present at this AGM. All members received information about the special resolution prior to the meeting – no queries were raised, and no objections made.

Agenda Item 9: Subject to Charity Commission approval to approve alteration 1, outlined relating to Involve's Memorandum of Association - specifically the organisations Objects. **Excepted 16 - No Objections - No Abstentions**

Special Resolution: Subject to Charity Commission approval to approve alteration 1. outlined relating to involve's Memorandum of Association.



New

Old

3. The Charity's Objects are

3. The Charity's objects ("the Objects") are to promote any charitable purposes for the benefit of the community in Bracknell Forest, Berkshire and the Thames Valley Area (area of benefit) and, in particular the advancement of education, the protection of health and the relief of poverty, distress and sickness. To promote and organise co-operation in the achievement of same by bringing together in council representatives of voluntary organisations and statutory authorities within the area of benefit.

- (i) To promote any charitable purpose for the benefit of the public, principally but not exclusively in Bracknell Forest and Wokingham Borough and the surrounding areas (the "area of benefit") and, in particular, to build the capacity of third sector organisations and provide them with the necessary support, information and services to enable them to pursue or contribute to any charitable purpose.
- (i) To promote, organise and facilitate co-operation and partnership working between third sector, statutory and other relevant bodies in the achievement of the above purposes within the area of benefit.
- (i) To advance other such objects or purposes which are exclusively charitable according to the law of England and Wales in the area of benefit in such manner as the trustees may in their absolute discretion think fit.

AGENDA ITEM 9

Agenda Item 10: Subject to Charity Commission approval to approve alteration 2, outlined relating to Involve's Articles of Association. Specifically relating to admin changes. **Excepted 16 - No Objections - No Abstentions**

Subject to Charity Commission approval to approve alteration 2. outlined relating to involve's Articles of Association.



Alteration to the constitution to consider and vote upon the following resolution. Within the Articles of Association:

- References to both the Charities Act and Companies Act now refer to the correct Dates: Companies Act 2006 and Charities Act 2011
- All references to gender are now shown as: he/ she/ they
- Incorporation and adoption of digital/ technology throughout – such as communicating via email and joining board meetings/ AGM's virtually
- Adjustments of the numbering of the whole document which was formerly out of sync.

AGENDA ITEM 10

Agenda Item 11: Subject to Charity Commission approval to approve alteration 3, outlined relating to Involve's Articles of Association. Specifically: admin/ specific updates on different points from within the Articles. **Excepted 16 - No Objections - No Abstentions**

Subject to Charity Commission approval to approve alteration 3. outlined relating to involve's Articles of Association.



1. Alteration to the constitution to consider and vote upon the following resolution. Within the Articles of Association:
 - Article 38 (now 39): A trustee shall cease to hold office if he/she/they:
 - removing: Becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs
 - and replacing with: in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
 - Article 45 (now 46) – updating: The trustees may appoint one of their number to be the chairman of their meetings and may at any time remove him from that office. Unless he is unwilling to do so, the trustee so appointed shall preside at every meeting of trustees at which he is present. But if there is no trustee holding that office, or if the trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the trustees present may appoint one of their number to be chairman of the meeting.
Replacing with: The trustees shall make appointments from within their number to the roles of chair, vice chair and treasurer. They may also make other appointments as they may decide. A brief description of these roles is: (then follows a short summary of each of the positions)
 - Article 51 (now 52) – updating: The trustees shall keep minutes in books kept for the purpose:..
Replacing with: The trustees shall keep minutes kept for the purpose:..
 - Article 53 (now 54 & 55) – updating: Accounts shall be prepared in accordance with the provisions of Part VII of the Act.
Replacing with:
54. The trustees must prepare for each financial year accounts as required by the Companies Act. The accounts must be prepared to show a true and fair view and follow accounting standards issued or adopted by the Accounting Standards Board or its successors and adhere to the recommendations of applicable Statements of Recommended Practice.
55. The trustees must keep accounting records as required by the Companies Act.

AGENDA ITEM 11

Appointment of Auditors

Involve continue to use Rice Associates as their Independent Examiners. All attendees voted in favour of this and proposal was made by Barbara Denyer and seconded by David Hare.

AOB

- No AOB's raised

Thank You

- Thank you's were announced to all that contributed to the AGM including;
 - All Attendees.
 - All involve Staff, Trustees & Volunteers.

Attended – 43 Online

The meeting was officially closed at 12:15pm