

# AGM 2022

MINUTES



14/11/2022

Todmorden Learning Centre and Community Hub  
Burnley Rd, Todmorden OL14 7BX  
HMRC Charity Exempt Reference EW89916

## PEOPLE

### PRESENT – BOARD

Dave Wardell (Chair), Catherine Bann (secretary), Dawn Dowding (Treasurer), Nick Green and Barbara Jones

### PRESENT – MEMBERS

Helena Cook, John Hudson, Sue Wardell, Stella Peterson, Julie Thorpe, Paul Croft, Sian Lambert, Rae Parkinson, Mary Clear, Fred Hunt, Cath McGregor, Ann Kolodiejski, Gill Osborne, Allan Whitehead, Brenda Botten, Judy Canham, Jane Williamson, John Williams, Anthony Peter, Melvin Coleman, Reg Czudek, Andrew Bibby, Caroline Pinder, Kevin Stannard, Gill Osborne

The meeting was quorate, there being 30 members present (quorum requires 3 members or 10% of the membership, whichever is the greater)

### PRESENT – NON-MEMBERS

Darren Mackenzie, Laura Able, Iguacel Cuiral

### APOLOGIES

Mick Chesterman, Jan Peter, Bob Still, Shelley Burgoyne, Barry Cook, Ian Whitehead, Jan Peter, Denny Stretton, Lynne Midwinter, Penny Marrington, Robin Asby, Diana Forrest, Sorrel Weaver, Anu Sand

## MEETING

### WELCOME FROM THE CHAIR

### INTRODUCTIONS FROM THE BOARD

### CHAIR'S ANNUAL REPORT (ATTACHED)

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### ADDITIONAL COMMENTS FROM THE CHAIR

In the past year, most of works finished in December in gym and hall. With regards to the Climate Challenge College, now in third cohort on the 'taster course, but will be doing also short courses leading to employment, e.g., dry stone walling. Focused on the green economy.

Our aim remains to support and be part of the community. In terms of the local economy, we have 13 tenancies, 24 regular room hires, 10 recurring occasional hires. We use local building firms wherever possible. We employ 10 paid members of staff, have 11 regular volunteers and many occasional volunteers. There are 4 volunteer CCC committee members, 35 members of CCC advisory committee, and 5 volunteer board members

Noted thanks to all staff team.

Julie Thorpe (Centre Manager): We are now putting on more activities and events on ourselves – something we didn't originally intend except for the Climate Challenge College but saw gaps in provision. Have made links with Calderdale Adult Learning, but difficult as they don't really get too involved in Todmorden. English as a 2<sup>nd</sup> language just wasn't going to happen if we didn't set it up ourselves. So started the English Cafe which has been extremely popular, including with new Ukrainian population in the upper valley. Persuaded CMBC to fund over the summer and now they are funding it for next 12 months. Also, a formal ESOL class – 15 people enrolled. World Dance Club,



alternate Sunday afternoons, child friendly, tea and cake. Hope that people who are new to community and existing residents will come.

Talking with other organisations about needs of vulnerable people and are looking at providing a warm space for a session.

One of lovely things is extent to which so many activities have started to become integrated, e.g., people who might come to food bank, using things like the tool library. Links to climate college – want whole centre to be doing things to address fundamental needs in Tod, which include protection from the impacts of climate change and understanding of what that's about and social justice. People who are disproportionately affected are most vulnerable in other ways.

**Town Deal** - College should be getting £1.8 million, although inflation will impact on this. Details of what is included in our project in the Chair's Report.

**Volunteers** - Need more reception volunteers in particular. Plenty of time to do your own thing. But without volunteers we have to rota paid staff, who are then not getting on with other stuff.

**Strategy** - Want to update the strategy in the new year and involve the membership in that - will do some sort of workshop or events to do that.

**Board Structure** - Was mentioned at the last AGM that we would be bringing forward proposals to change the structure to take things forward. Need more people and need to broaden what the board is about.

Dave noted that he will be stepping down as Chair from March 2023, which will have been a three-year term. Feels that this is important for the organisation. But will remain an ordinary board member.

Still in choppy waters due to economic climate – could impact our users as well as the college and have impact on revenue and impact on costs. We are hoping for a year of consolidation and organic growth, so hopefully can-do improvements faster and build up some reserves. At moment covering costs, so have done better than expected at this point in time. Need to plan more events in the hall, such as upcoming winter market. The Town deal improvements will make substantial difference to energy efficiency.

## DISCUSSION FROM THE FLOOR

Q from floor regarding next steps for students after Climate Challenge Course.

A - Most of students from 2<sup>nd</sup> cohort have gone on to do things in green economy. First cohort – a lot of them were people with mixed engagement with education, where doing any course was a massive landmark. Some examples of people in that cohort whose lives have been transformed – gone on to organise their own projects. Eg a woman from a local farming family given an acre of land and is developing that as a growing project since the course. When she started the course, had little confidence, couldn't use a computer, and has gone onto be able to deliver a PowerPoint presentation. Different for every student. Some gone onto agriculture. CCC is always looking at job opportunities and career paths – how do people get jobs in this. Intended as a starting point, a taster. Lottery didn't fund the full 5 years as the idea was to develop more specialist models. Laura, one of former students added that it had been hugely beneficial for her life, and she was now much more involved in the college, being a regular volunteer for example.



Cllr Tremayne – was involved in early days and it's great to now see all the things happening in reality that were just ideas and talk in the beginning. Wants to thank everyone involved. Walking into the building is wonderful now so encourage people to think about joining the board.

## RESOLUTIONS

### EXTRAORDINARY MOTIONS (REQUIRING 75% OF THE VOTES CAST).

#### MOTION 1

73. The composition of the Board shall be as follows:

- a) Up to 5 Directors elected by and from the Society's Members;
- b) Up to 3 Directors from organisations nominated by the Board or members and approved by members at an AGM by simple majority vote in the following specialisms (i.e., one per specialism), each organisation to be renominated every 3 years. The organisations nominate their own representative. If agreed by the Board the nominated Director can be an individual rather than representing an organisation subject to approval by members at a general meeting.
  - Natural Building
  - Agroecology
  - Green/renewable energy
- c) Up to 3 Directors, who must be Members, appointed to the Board by co-option. Co-opted Directors are to be selected by the Board of Directors for their skills or experience. One of these Directors must represent young people

*Proposers – the board – Dave Wardell, Barbara Jones, Catherine Bann, Dawn Dowding, Nick Green.*

**73 a) and b) were passed with two abstentions**

**73 c) passed with 20 votes for, 4 against and 5 abstentions**

*Some members opposed this, primarily due to point 73. in which it compels the board to include a young person's representative (agreed to be not necessarily a young person but possibly someone who works in this field) as one of the three, meaning that if only 1 person is co-opted, they must represent young people. Some felt this held the board hostage to finding that person before being able to co-opt anyone else. This was acknowledged.*

#### MOTION 2

74. At the first annual general meeting all elected Directors shall stand down. At every subsequent annual general meeting one-third of the elected Directors, or if their number is not a multiple of three then the number nearest to one-third, shall retire from office. The Directors to retire shall be the Directors who have been longest in office since their last election. Where Directors have held office for the same amount of time the Directors to retire shall be decided by lot. A retiring Director shall be eligible for re election. **All nominated and co-opted positions will be on a four-month probation with formal board acceptance or rejection after that period (with the option of an extension of the probation for another four-months, e.g., because of non-attendance through illness or other reasons acceptable to the board).**

75. In addition, the Board of Directors may co-opt up to two external independent **advisors or guests**, one of whom is a building user who need not be Members and are selected for their skills or experience. Such external independent **advisors or guests** shall serve a fixed period determined by the Board of Directors at the time of the co-option, subject to a review at least every 12 months **and have no voting rights**. External independent **advisors or guests** may be



removed from office at any time by a resolution of the Board of Directors.

96 The chairperson shall facilitate meetings of the Board of Directors. **If s/he is absent or unwilling to act at the time any meeting proceeds to business then the Deputy Chair shall be the chairperson for that meeting.** If, the Deputy Chair is also absent or unwilling to act at the time any meeting proceeds to business then the Directors present shall choose one of their number to be the chairperson for that meeting.

104 The Board shall elect from among their own number a Chairperson, a **Deputy Chairperson** and such other Officers (e.g., **Treasurer**) as they shall from time to time decide. These Officers shall have such duties and rights as may be bestowed on them by the Board or by law and any Officer appointed may be removed by the Board. A serving Officer who is not re-elected to the Board at the annual general meeting shall nevertheless continue in office until the first Board meeting following the annual general meeting.

a) **The Chairperson may serve a maximum of three consecutive years and must take a break of at least one year before being put forward again for the role of chairperson.**

b) **The Deputy-Chairperson will stand in for the Chairperson, with full authority, if the Chairperson is unavailable temporarily (e.g., holiday or illness etc) or steps down. In the latter case the deputy-chair will become chair until the next election and a new deputy-chair appointed until the next election.**

*Proposers – the board – Dave Wardell, Barbara Jones, Catherine Bann, Dawn Dowding, Nick Green.*

This was taken in four parts

**74 & 75 – Passed with 2 abstentions**

**96 – Passed with 1 against and no abstentions**

**104 – Passed unanimously**

## ORDINARY MOTIONS (REQUIRING A SIMPLE MAJORITY)

### MOTION 3

TLCCH to become a member of the Calderdale Valley of Sanctuary. Their vision is “...that Calderdale is inclusive and welcoming, where those seeking asylum and refugees can fully participate in the life of the valley and be recognised for their contribution.”. Membership is free and we would like to support the organisation, especially as they frequently hire our building to put on events for refugees.

*Proposer – Catherine Bann*

**This was passed unanimously**

### MOTION 4

TLCCH to display an LGBTQ+ flag or other symbols in the reception area of the building.

*Proposer – Dave Wardell*

*This was subject to some discussion and with the agreement of the proposer, was amended to TLCCH to display an ordinary rainbow LGBT flag in the reception area of the building. It was then*

**Passed with 1 vote against and no abstentions**

## ELECTIONS TO BOARD

There were no candidates for the board. There remain two vacant spaces and the board is keen to find enthusiastic people to fill these slots.



## FINANCE REPORT

Presented by Dawn Dowding (Treasurer)

		2022 Unrestricted Funds	2022 Restricted Funds	2022 Total Funds	2021 Total Funds
<b>Income from:</b>					
Grants and Donations	(2)	16,487	298,200	314,687	138,366
Lettings and room hire		144,810	-	144,810	22,510
<b>Total income</b>		<b>161,297</b>	<b>298,200</b>	<b>459,497</b>	<b>160,876</b>
<b>Total expenditure</b>		<b>192,739</b>	<b>304,258</b>	<b>496,998</b>	<b>65,883</b>
<b>Net income / (expenditure)</b>		<b>(31,442)</b>	<b>(6,058)</b>	<b>(37,501)</b>	<b>94,993</b>
<b>Transfers between funds</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net movement in funds</b>		<b>(31,442)</b>	<b>(6,058)</b>	<b>(37,501)</b>	<b>94,993</b>
<b>Fund balances brought forward</b>		<b>10,299</b>	<b>102,410</b>	<b>112,709</b>	<b>15,128</b>
<b>Fund balances carried forward</b>		<b>(21,143)</b>	<b>96,352</b>	<b>75,208</b>	<b>110,121</b>

Some anxieties around increased bills in this challenging time. Main money earner is renting out the hall.

Q from floor - How much is the hall to rent, and do you think the room rates are affordable?

A - £35 an hour £210 for the day for community rate. Off peak special deals for smaller sports activities. And if you book 6 or more sessions there is a 25% discount. Room hire rates for smaller rooms, end up paying about £8 an hour. So yes, believe it is good value for money. In order to keep it cheap, need to rent out more rooms.

Decided not to offer any more leases on other rooms, as then we wouldn't have the flexibility for the community and particular events. Need to get a good level of occupancy across the hireable rooms. But there is more money to be made from hires after town deal renovation - Cookery room isn't in service, for example.

## CLOSE OF MEETING

Drinks and social.

