

# Arundel Community Land Trust

## MINUTES OF ANNUAL GENERAL MEETING OF ARUNDEL COMMUNITY LAND TRUST LTD. HELD ON 30 JUNE 2022 AT THE VICTORIA INSTITUTE, 10 TARRANT STREET, ARUNDEL BN18 9DG

### 1. Attendance

The chair welcomed the 22 members present:

Trevor Andrews, Stephen Bloxham, Esther Chalk, Nicolas Chalk, Caroline Elderfield, Wendy Eve (Deputy Chair), Darrell Gale (Chair), Hilary Knight (Secretary), Graham Lane (Deputy Treasurer), Lesley Lazareski, Amelia Lazareski, Charles Loxley, John Paton, Martyn Pettifer (Director), Marc Rankin (Director and Link Councillor for Arundel Town Council), Frank Regester, David Shilston, John Thompson, Michael Ward, Chris Warren-Adamson, Joy Warren-Adamson,

### 2. Apologies for absence and Proxy Votes

Kiera Basham, Tom Basham (Director), Carolyn Baynes, Alastair Deighton, Roger Eve, John Godfrey, Nicola Greenwood, Lance Karon (Proxy with Stephen Bloxham), Emer Osborne, Christopher Spratt, Nigel Starup (Proxy - Martyn Pettifer), James Stewart (Director), Paul Summers (Director, Proxy - Hilary Knight), Michael Tu, Jennifer Vipond (Proxy - Hilary Knight)

### 3. Minutes of the Annual General Meeting held 17 June 2021

Proposed by Wendy Eve and seconded by John Paton

**APPROVED** by show of hands and Proxy Votes, with none against.

### 4. Chair's Report (notes attached)

Darrell Gale updated members on the board's activities since the last AGM. This included building capacity through attending CLT national webinars and a team building session facilitated by Action for Rural Sussex. He reported on ACLT's first project, the development off Ford Road, referring to the excellent legal assistance to secure the community benefits - as identified in the Neighbourhood Plan and now embedded within the Section 106 Agreement which forms part of the Outline Planning consent.

He explained that Earl Henry had introduced ACLT to the specialist house-builder, Esquire Developments whom Norfolk Estate had selected to form a Joint Venture with Fitzalan Estates (a property company within the Norfolk Estate). Since then, ACLT had become involved with the recent public consultation run by Esquire.

He thanked Cllr John Bradley for his work as link councillor for the Town Council. This role will now be taken on by Councillor Rankin who is also an ACLT Director.

# Arundel Community Land Trust

## 5. **Secretary's report** (Notes attached)

Hilary Knight reported on statutory returns and compliance, including updating of Data Protection Policy to allow for information arrangements for people contacting ACLT about the affordable housing on the development off Ford Road. She referred to the minor changes to the Financial Regulations section of Standing Orders to strengthen internal checks. She emphasised the importance of continuing to grow membership through personal approaches and invitations to family, friends, and neighbours.

She reported on communications, acknowledging the important work by James Stewart to keep ACLT 's website up to date. Newsletters have been e-mailed throughout the year and issues with mailing list for these during April/May 2022 have been resolved. She also outlined press coverage during the year (see notes for details).

## 6. **Resolution not to require a full audit of annual accounts to 31 March 2021**

It was proposed by Marc Rankin and seconded by Michael Ward that: in accordance with the Act and the Society's Rule 26.2 members resolve:

- (i) That the requirement to appoint a qualified auditor be 'disapplied' as the Society's turnover will fall below the threshold required (value of aggregated assets less than £2.8m, and turnover for the previous year was less than £5.6m) for a full audit;
- (ii) The society's income/expenditure ledger shall be scrutinised by the secretary and directors only and signed, as a true record, by the secretary and two directors or any other number as may be required by legislation.

**APPROVED** by show of hands and Proxy Votes with none against.

## 7. **Treasurer's report (Graham Lane, Deputy Treasurer) including APPROVAL of Annual Accounts to 31 March 2022**

Graham Lane, Deputy Treasurer, presented the annual accounts (Notes attached). It was proposed by Michael Ward and seconded by Joy Warren-Adamson that the Annual Accounts be **APPROVED**. None against (show of hands and Proxy Votes).

## 8. **ELECTION of Directors**

The nominations below had been received in accordance with the timetable. Hard copies of the application forms and information provided by the candidates were available to members present and Carline Elderfield, Amelia Lazareksi and Marc Rankin introduced themselves. The Secretary explained that Tom Basham was not present due to the imminent arrival of his second child.

# Arundel Community Land Trust

<u>Nominee</u>	<u>Proposer</u>	<u>Seconder</u>
Thomas Basham – term expires, seeking re-election	Hilary Knight	Martyn Pettifer
Caroline Elderfield	Hilary Knight	Paul Summers
Amelia Lazareksi	Hilary Knight	Darrell Gale
Marc Rankin (term expires – seeking re-election)	Hilary Knight	Darrell Gale

All four were ELECTED by a show of hands with no votes against.

## **Following the closure of the formal business, questions were raised as follows:**

- Ford Road development timing? Esquire say they intend to make application for Reserved Matters planning permission to Arun District Council in August. If Planning Permission is in place by early 2023, construction would be complete by 2024.
- Ford Road development housing mix? 90 homes of which 27 meet the Government's definition of 'Affordable Housing' – in the case of this development, this involves 20 Social Rent homes owned by ACLT (and managed by Aster), and 7 Shared Ownership homes with Aster retaining equity not bought by the occupiers.
- Ford Road development – location of Affordable Housing within the site? Esquire's plans show all the AH in one part of the site which appears to go against ACLTs preference for 'pepper-potting' and Arun DC policy on 'small clusters'. This is covered in collective statement agreed by ACLT board to be submitted as part of the June consultation
- Right to buy? Recent press about Downing Street introducing more RTB for housing association tenants: Shared Ownership homes always at risk of being bought 100%. Remains to be seen if Government press ahead with this as previous attempt in 2015 resulted in pilot only with exemptions for charitable assets. Hopefully the 'asset lock' in ACLT's Rules would provide protection.

# Arundel Community Land Trust

## APPENDIX TO MINUTES: CHAIRS REPORT (speaking notes)

### Board overview - governance

- Active year for the board – good attendance at meetings, switched from zoom to physical and back again – now settling back to physical.
- Fortunate to have good range of skills and depth of experience on the board.
- Building capacity through attending CLT Network webinars which are usually of very high standard – also building experience through our first project, development off Ford Road
- We held a very positive team building session in November, facilitated by Graham Maunder of Action for Rural Sussex (thanks to Tom for that)
- Thanks to Directors for continuing support. volunteers, balancing many other demands on their time and attention. As just one example, we wish Tom Basham well with his growing family, he and Kiera are not here today ...[update on arrival of Arthur's sibling)
- nominations today which will take us up to board of 10 with skills mix we require and bringing improvements to the board's age and gender profile
- Nb succession planning - not all founder members/directors will want to do 3<sup>rd</sup> term – members encouraged to come forward if you are interested

### Development off Ford Road – our first project

- Outline Planning Permission through ADC last July – I spoke to Planning Committee
- Hard work by our Local Lettings Sub Group with excellent support from AiRs, Arun DC and Aster to produce local lettings policies.
  - When we published this in the New Year, a number of local people contacted us and we alerted them when Arun launched their e-form at the end of March. ADC have told us that, as of early June 2022 there are 10 registrations for Social Rent where the applicants appear to qualify, and 8 where applicants appear not to qualify. For Shared Ownerships, there are 16 where applicants appear to qualify and 2 where applicants appear not to qualify.
- Excellent support from Corrine Vincent, of Mirkwood, Evans, Vincent, the solicitor we had appointed earlier in 2021. Extra costs identified due to need for separate Nominations and Lettings Agreements for Shared Ownership and Social Rent – this led to the need to apply to Arun DC for extra funds – covered again in Treasurer's report and accounts
- Corrine worked with our sub-group (Tom Warder, James Stewart, Martyn Pettifer and Hilary Knight), thanks especially to Tom Warder, HK and Corrine for doing the detailed work to make sure we followed through the Neighbourhood Plan expectations on Affordable Housing and picked up other opportunities to make sure public and local benefits, including ACLT's role, were properly captured within the Agreement
- We reported other aspects of s106 to you in newsletters during the year and press releases
- Thanks Corrine and HK for hard work to bring the s106 together including some very important provisions for Arundel which were not in the standard agreement.
- ACLT is not a Registered Provider of Affordable Homes so, in 2018, we had selected Aster to partner with us for this in 2020. Aster submitted financial offers to Savills during 2021 which Savills indicated were in the right 'ballpark'. When the Norfolk Estate (acting through their property company, Fitzalan Estates) were in the process of forming the Joint Venture with Esquire Developments, a specialist house-builder, Esquire further market tested Aster's offer and negotiated terms.
- Alastair Deighton hosted a site visit in February when we were able to follow up interest in the non-housing aspects and our earlier work on biodiversity. This has led to encouraging

# Arundel Community Land Trust

suggestions for connectivity with Pocket Park and potential for Children's Forest project within the development

- Earl Henry introduced us to Esquire in April and CLT Directors visited Kent to meet Esquire directors and see two of their developments there. We were impressed by what we saw and have worked constructively with Esquire to support their recent public consultation.
- We are grateful to Alastair Deighton and Andy Wilford for speaking at our CLT-member meeting last week: this helped those present engage with the proposals and prepare our responses to the consultation which closes today.
- If any of you have not yet input to the Esquire on-line portal, we have been told it does remain open, so please make sure you do this over the next couple of days.

## **Other**

- Thanks to Cllr John Bradley for being an effective Link Councillor with ATC and thank Cllr Marc Rankin, existing board member for taking on the role from now on
- ACLT representatives joined AiRs and other CLTs to meet our MP, Andrew Griffith (who supports CLTs at national level though recent press report indicates may also need lobbying about Right to Buy)
- Hilary Knight represented the CLT at meetings of an Arundel stakeholders group and we had a stall at the Community Fayre in March – all useful to make sure others in the community are aware of the CLT and the details of our first project.
- During the year we agreed a short document on Charitable Bequests which is on the website if you know of anyone wanting to contribute to ACLT in this way

## **SECRETARY'S REPORT (Speaking notes)**

### **Governance and compliance**

- Returns to FCA made on time last Autumn and JS resolved CT issue with HMRC
- Standing Orders and Financial Regs – minor changes
- Data protection policy updated – Register
- Plan and risk register (thanks to Tom B. and Graham Lane)

### **Membership**

- Continue to gradually grow our membership – now 88. Still want more.
- People seem to need to be invited personally so please approach friends and neighbours – forms available this evening or can download from website

### **Communications**

- James Stewart continues to work hard to keep our website up to date – that is the place to guide people wanting to know more about the CLT, including how to join and how to register with Arun DC and others for the affordable homes on the development off Ford Road; there are also links there to the planning documents
- We have a presence on Love Arundel – Live Arundel website too and are invited to contribute to the new fortnightly Arundel Update email
- Members' newsletters – apologies to those of you affected by a cut/paste problem within excel where I omitted some members' emails from 2 newsletters in April. We recovered this situation during June, including a hard-copy distribution to all Members
- Provided article for every edition of The Bell during the year

# Arundel Community Land Trust

- ACLT had Letters published in West Sussex Gazette in response to letters objecting to the development off Ford Road Press Release about the signing of the s106 Agreement - Littlehampton and WS Gazettes

## **TREASURER'S REPORT (Speaking notes)**

You will hear from both the Secretary and our Chair that this has been our most busy and productive year to date resulting in the signing of the s106 Agreement relating to the Ford Road Project.

This is reflected in the accounts for the year to March 2022 with £4,807 being spent on legal fees looking at both the terms of the s106 Agreement. In addition our lawyers worked on the Shared Ownership Nominations Agreement and Social Rent Allocations and Nominations, both of which important documents are appended to the s106 Agreement.

Our normal administration costs included Zoom costs, Indemnity insurance, website and National CLT membership subscriptions totalling £591 (see accounts note for detail).

These costs were covered by grants applied to the Income & Expenditure Account of £5,399 and £6 in donations. Note that our surplus, made up of donations, are taxable.

This expenditure (£5,399) compares to just £235 in the previous year and is financed by grant income from Arun District Council.

The CLT has so far received two grants of £5,000 each from ADC, the first in June 2019 to help us get set up and the second in April 2021 to cover legal costs related to our first project at Ford Road. At the year end the CLT had a bank balance of £3,414, which is mainly the remaining grant to be used in future years (£3,188) plus capital and reserves £226.

These accounts and our financial records have been scrutinised, as per our Standing Orders, by CLT directors, Tom Basham and Paul Summers, and signed off as a true and fair representation of the financial position as at 31 March 2022.

We have budgeted in future years for some additional legal costs and further communication with the local community as the Ford Road project progresses.

We anticipate that we do have sufficient cash reserves to cover these and other administration costs until we start to receive income in the form of ground rents, which are expected in 2024.

We recommend the draft accounts and this report to members