

Arundel Community Land Trust

Minutes of ANNUAL GENERAL MEETING held Thursday 17 June 2021, commencing at 7pm on Zoom during to continuing restrictions on gatherings due to Covid19.

Attendance 14 Members

Tom Basham (Director), John Bradley (Member and Link Councillor for Arundel Town Council), Caroline Elderfield, Wendy Eve (Director/Deputy Chair), Darrell Gale (Director/Chair), John Godfrey, Hilary Knight (Director, Secretary), Graham Lane (Director, Deputy Treasurer), Gemma Odde, Sarah Plumbley, David Shilston, Paul Summers (Director), James Stewart (Director/Treasurer), Simon Rose, Michael Ward,

1. Apologies for absence, proxy votes and ‘tellers’ for show of hands votes.

Apologies were received from the following members: Trevor Andrews, Michele Kimche, Emer Osborne, Martyn Pettifer (Director), Marc Rankin (Director), Chris Spratt, John Thompson**, Claire Thompson**, Michael Tu, Jen Vipond*

Proxy votes * x1 with Tom Basham and ** with Hilary Knight x2

Tom Basham and Paul Summers were appointed ‘tellers’ to verify show of hand votes on screen.

- 2.** The minutes of the Annual General Meeting held 2 July 2020 were APPROVED (Proposed Wendy Eve, Seconded James Stewart).

3. Chair’s Report

Darrell Gale reported on the activities of the board and CLT over the past 12 months, highlighting the good attendance and engagement by board members, the contributions of Directors who had resigned (Pete Crowe and Deborah O’Reilly) and disappointment to not have attracted more interest in the Director Elections at this AGM. He also outlined capacity building within the board which remains strong and with a good mix of skills and experience. He thanked Cllr John Bradley for his active contributions as our link councillor with Arundel Town Council, and, Tom Warder and the team from Action for Rural Housing in Sussex for their expert and skilled support. Fuller notes of the Chair’s report are attached.

The Chair invited James Stewart, our link Director with Savills/Norfolk Estate, to update members on the Ford Road Project and Hilary Knight provided an update on the local lettings policy (Allocations Scheme) – details attached.

Finally, the Chair thanked James Stewart for his work on the website and community information more generally. Details of this work is attached.

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4. Secretary's report and amendment to Financial Regulations

Hilary Knight reported that we have 69 members and asked everyone to encourage family, friends and neighbours to support the CLT by joining. She explained about how arrangements for child membership had been implemented and said the board is keen to follow up to engage secondary school children in our activities. She thanks Tom Basham and Martyn Pettifer for their continuing support when detailed attention to governance matters is needed and drew attention to our Data Protection Policy which is on the website. She also thanked Graham Lane for arranging value for money Directors and Officers Liability and Professional Indemnity insurances. Finally, she reported on the process to appoint Corrine Vincent of Mirkwood, Evans to provide legal advice for the Ford Road project.

The following sentence was APPROVED as an additional to 2.1.6 to the Financial Regulations at Appendix B of Standing Orders. *'On line transactions must be set up by the Treasurer or Deputy Treasurer and the second authorisation must be made by either the Chair or the Secretary if over £500'*

(Proposed: John Godfrey, Seconded Paul Summers. Carried without opposition).

5. Audit arrangements

James Stewart explained that whilst he had had a lay audit last year, it was not considered necessary this year. It was proposed by James Stewart and seconded by Graham Lane NOT TO REQUIRE A FULL AUDIT OF ANNUAL ACCOUNTS TO 31 MARCH 2021:

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.

Carried unanimously.

6. Treasurer's report and Annual Accounts

James Stewart explained why the Annual Accounts to 31 March 2020 had been restated following clarification of Arundel CLT's tax status and advice from an accountant about the treatment of our unused grant from Arun District Council. It was moved by David Shilston and Seconded by Michael Ward to **NOTE** the restated accounts which will be re-submitted with the agreement of the FCA (Unanimous)

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The Treasurer went on to highlight details from the Annual Accounts to 31 March 2021 (see attached) and it was proposed by Graham Lane and seconded by Tom Basham to **APPROVE** these accounts (Unanimous).

7. Election of Directors

The Chair explained that Standing Orders say we aim for a board of 8-12 as the optimum size to ensure efficiency and effectiveness alongside an adequate mix of skills and experience and resilience over time. Two Directors resigned during the year AND the four subscriber Directors' terms of office ends at the AGM.

Darrell	Gale	2021	Standing for re-election
James	Stewart	2021	Standing for re-election
Wendy	Eve	2021	Standing for re-election
Hilary	Knight	2021	Standing for re-election
Thomas	Basham	2022	
Marc	Rankin	2022	
Paul	Summers	2022	
Pete	Crowe	2023	Resigned January 2021
Graham	Lane	2023	
Deborah	O'Reilly	2023	Resigned January 2021
Martyn	Pettifer	2023	

The board reviewed the skills mix in March 2020 in the light of the information above and **RECOMMEND** that we should recruit up to a minimum of 8 and maximum of 12 but with no specific requirements to fill any skills gaps.

Nomination and Applications forms for the four Directors standing for re-election had been circulated in advance, together with potential conflict of interest declarations.

Each candidate spoke for a few minutes about their application, and, in separate votes, all were re-elected without opposition. Wendy Eve took the chair for Darrell Gale's re-election.

Wendy Eve	Proposed by Marc Rankin and seconded by Colin Heriot.
Hilary Knight	Proposed by Wendy Eve and seconded by Martyn Pettifer
James Stewart	Proposed by Hilary Knight and seconded by Darrell Gale
Darrell Gale	Proposed by Hilary Knight and seconded by James Stewart

The Chair confirmed that we would like to recruit further Directors and asked Members to consider becoming a Director and think of others with a commitment to social and community led housing for local people who we might co-opt.

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APPENDIX TO MINUTES: ARUNDEL CLT AGM OFFICERS' REPORTS KEY POINTS

Chair's Report

Active year for the board since last AGM – met 9 times via Zoom (due to Covid19 restrictions) with good attendance, Thanks to all board members for their contributions and continuing commitment.

- Sorry to receive two resignations in January 2021 – both for personal reasons: Deborah O'Reilly and Pete Crowe. Very sad to hear Pete died March.
- Thank Deborah for important contribution getting the biodiversity group set up. The group produced an excellent paper discussed by special meeting of all board members (bar Pete) in August. Following this we published a short statement of our 'Biodiversity and Environmental Vision' on the website. Arguably more, importantly, Deborah built capacity within the board to have better understanding of the importance of understanding more about the new open space on the site if we want true biodiversity gains.
- There have been many tributes to Pete Crowe's contribution to Arundel over the years he lived here. I want to particularly note his exceptional contributions in his 12 months involvement in the CLT: he played an active role in our very effective governance group, the outcomes of which were reported on at last year's AGM; he established our first corporate plan, using the process to really help us to think through and join up the various aspects and risks relating to the Ford Road project and helping us be more ready as the planning process unfolded. He drafted a paper to support an important discussion in November to clarify our thinking and options relating to the wider public realm on the Ford Road site. Hilary will be reporting on the appointment of our legal advisor, but suffice it to say that, following delegating authority to Pete to work with her as Secretary in late November, by January, the meeting when we received Pete's resignation because he was aware of his failing health, the process was already complete.

It is disappointing not to have attracted more interest in the Director Elections coming up later in this evening's meeting: Deborah and Pete have left big shoes to fill, but we do hope members will consider taking on the responsibility which is so important to ensure a resilient board, ready and able to manage when personal circumstances require our volunteer Directors to step away.

Another important feature of the last 12 months has been the capacity building within the board: a number of different Directors have taken advantage of excellent webinars organised by the National CLT Network and our local support advisors: Action for Rural Housing in Sussex. These wider perspectives help us with current responsibilities and alert us to the potential for follow on projects to our current priority with the Ford Road project which I will ask James to report on in a minute.

This is a good point to welcome Cllr John Bradley who was appointed to be our 'link' Councillor by Arundel TC. He is a regular attender of our meetings and worked actively with us to follow through details on Community Infrastructure Levy, Local Lettings and other issues so critical to help keep us and the TC aligned to deliver the Neighbourhood Plan and wider community benefits.

Finally, I would like to thank Tom Warder and his team at Action for Rural Housing in Sussex for their continuing expert and skilled support. During the year we have joined other CLTs in lobbying our local MP to support continuation of the Government's funding for community-led housing. Whether it is us here in Arundel, or equivalent groups in other places, the wider CLT network is critical to providing better solutions than the market and public bodies can do without us.

Update on Ford Road Project (James Stewart)

1. Outline Planning Application was due to be heard at ADC on 23 June, this meeting has now been cancelled due to the extension of Covid restrictions. It is hoped that it will now be heard in July.
2. Meanwhile we are continuing to work on the draft s106 agreement. This is a document that sets out how in detail the affordable homes will be delivered on the site, monies owed to Highways England and the transfer of land to ATC.

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3. Our lawyer Corinne Vincent has been working closely with lawyers for the Norfolk Estate to ensure that our aims and objectives are achieved in this document. The main one being that the affordable rented homes will be at 'social rent'.
4. Another element of the s106 agreement is the nomination and allocation policies to be followed when people come forward for the homes.
5. Nomination is ADC criteria to be on the local housing register and the allocation policy is how ACLT decides who is eligible using our own criteria. This will ensure that eligible people in Arundel will be given first chance for the affordable homes keeping families and local connections intact as much as is possible.
6. We continued to work closely with our RP, Aster, who are currently in negotiation with the Norfolk Estate on the financial deal to 'purchase' the 27 affordable homes on the site. The fact that the homes will be at social rent – 50-60% - means that the Norfolk Estate can expect a lower offer than would be the case if the rent was higher at normal 'affordable' levels – 80%
7. We recently had a walk about the site with Savills and a representative of Aster homes, to see for ourselves where each of the different elements will be placed.
8. Since the last AGM the Norfolk Estate and Savills held a public consultation in the Town Hall in August 2020, the results of this have been reported via the current Outline Planning Application and can be viewed as part of the documents on either the ADC Planning Portal or on our website where we have provided links to many of the key documents (inc landscape, heritage, flooding, Masterplan, noise, planting, and transport).
9. At the consultation 61% of respondents supported the development, compared with 80% yes vote at Referendum for the NP in 2019 which covered a range of policies for the Town over the next 20 years.
10. Since we have an adopted NP 25% of the CIL money generated from this scheme will go directly to ATC for them to spend on local projects.
11. The benefits of the scheme were included in our April Newsletter and the latest issue of the Bell.
12. Finally I can report that the Norfolk Estate plan to retain control over the development on site to deliver a real legacy for Arundel, that the whole community can be proud of.

How the Local Lettings/Allocations will work (Hilary Knight)

AiRS did a piece of work to check how much someone needs to earn to rent or buy in Arundel and agreed financial thresholds to make people eligible for the Social Rent properties. For example, the household has to earn less than £26K (gross) for a one-bedroomed place, less than £33K for two bedrooms. These amounts have been agreed with Arun DC.

Our local lettings sub group when checked the sort of criteria used in a range of other CLT local lettings policies and consulted our members on the criteria we thought most suitable for ACLT: this has resulted in first priority being for people with a residency (5 years; or 5 out of past 10 years or work connection to Arundel (2 years); second priority for people with such connections but less strong (e.g. family member lived in Arundel 5 years; at least 5 years of upbringing here; household member at school here).

After that, we have similar priorities for people living in some of the adjacent parishes, and finally, people leaving in other parts of Arun.

Community information and website (Darrell Gale)

As well as thanking James for his hard work taking responsibility for our liaison with the Norfolk Estate and Savills, I'd like to thank him for his work on the website and community information more generally. I hope you all use and find the website useful: it is continually being enhanced, for example, it now includes links to short videos and animations produced by the National CLT Network, our key governance documents, board minutes and Member Newsletters. We have also introduced an FAQ section – thanks to Tom Basham, Hilary Knight and Tom Warder for their help with this. As well as our own website, we have good presence on the recently launched Love Arundel – Visit Arundel website through their Affordable Housing section. Thanks to James and Hilary for making sure we provide a regular Update for The Bell and all those involved in our presence at the Farmers'

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Market in August 2020 and April 2021. We were pleased to have letters published in West Sussex Gazette and to help ensure balanced coverage in the Littlehampton Gazette about a protest relating to the Ford Road development

Secretary's report (Hilary Knight)

We have 69 members.

Following adoption of the Standing Orders clarifying how to make child membership work at last year's AGM, we have transferred 4 shares in the name of children under 16 to the parent who signed their form. I'm delighted to also report the recruitment of our first member aged between 11 and 16 who signed his own form with parental endorsement. The board are keen to follow up to engage the younger generation in our activities.

Two members died during the year and we recruited 18 new members during the year. Please do mention membership to your friends, neighbours and families – it is so important to grow our membership to remain a truly vibrant community organisation.

Thank Tom Basham and Martyn Pettifer for continuing support when detailed attention to governance matters needed. Tom drafted our Data Protection Policy approved by the board last June and published on our website.

Thanks also to Graham Lane for following up our insurance options and arranging Directors and Officers Liability and Professional Indemnity cover at excellent rates through the National CLT scheme

In December, I was delegated to work with Tom Warder and Pete Crowe to appoint a solicitor to advise us on the Ford Road project. The board delegated me, Tom Warder and Pete Crowe to appoint a solicitor to advise us on the legal agreements associated with the Ford Road project. We invited five solicitors to quote: two known to AiRS as having track record in CLT work, and three others with Arundel offices. Only the first two had responded.

The Mirkwood, Evans, Vincent (Corrine Vincent) quote was clearly advantageous from a cost point of view and there were not concerns on our quality criteria. We have had some very productive briefing sessions with Corrine and we are very impressed by her.

Treasurer's Report (James Stewart)

1. Last year the accounts that we adopted at the AGM were prepared on the basis that we would be exempt from corporation tax, which was the indication that we had at that time.
2. Since then after many phone calls and letters to and from HMRC and the advice of a very good accountant in this field, we now have accepted that although we are a community benefit society, we will be required to file a tax return.
3. Consequently, and on the advice of the accountant, we have restated the accounts to March 2020. The adjustment has been to carry forward £3822, the unused grant from ADC, thus making the accounts show a nil profit/loss for the year.
4. Everything else in the accounts are the same, and the lay auditors approved the restated accounts on this basis.
5. We have now submitted the accounts to HMRC, who agreed to waive any late fining fees because they could see the extent of correspondence since August 2020 on the subject.
6. The next step is to file these with the FCA, who have confirmed that the accounts can be filed again with a note for the reasons why.
7. The accounts to March 2021 have been prepared on the same basis, these show a bank balance of £3,748, which agreed with the bank statements, and unused grants carried forward of £3,587.
8. Costs in the year were just £235 being Zoom and website costs. The grant applied in the year to cover these costs was also £235.
9. The surplus during the year was just £2 being donations made.
10. Our share capital increased by £49 being monies from new members.
11. The 2021 accounts were reviewed by a sub-committee of three directors on 1 June, they looked at all the transactions, invoices and bank statements.

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12. With the anticipated legal costs in reviewing the s106 agreement and our lease with Aster, we applied for a second grant of £5,000 from ADC and this was received into the bank on 30 April.
13. Consequently, we are in a good financial position to cover any and all anticipated costs until a regular income stream comes in from ground rents on the affordable homes.
14. We will keep a regular eye on this situation, and if need be apply for further grants from Locality as they may come available to us.
15. I recommend accepting the revised 2020 accounts, the draft 2021 accounts and the change in our procedures not to require a lay audit, or any audit, since our turnover is currently so low.

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