

**Minutes of Arundel CLT Board of Directors Meeting held 30 July 2020
by Zoom video-conference (due to coronavirus)**

Present: Tom Basham; Pete Crowe; Wendy Eve, Darrell Gale (Chair); Hilary Knight (Secretary); Deborah O'Reilly; Martyn Pettifer; James Stewart (Treasurer); Paul Summers; Tom Warder (Action in rural Sussex).

Jen Vipond, prospective member.

1. **Apologies** – Graham Lane (away on holiday); Marc Rankin (ICT problems); Tom Warder (leave)

ANNUAL BUSINESS

2. **Election of Chair and Deputy Chair.**

Darrell Gale was proposed as Chair by Hilary Knight and seconded by James Stewart. Elected unanimously.

Wendy Eve was proposed as Deputy Chair by Hilary Knight and seconded by Paul Summers. Elected unanimously.

3. **Election of Treasurer and Secretary, and delegation/election of Data Protection Officer.**

James Stewart was proposed as Treasurer by Hilary Knight and seconded by Pete Crowe. Graham Lane was proposed as Treasurer by James Stewart and seconded by Hilary Knight. A vote was taken and JS elected unanimously.

It was **AGREED** to create a position of Deputy Treasurer so there could be joint working between two Directors on Treasury issues. Graham Lane was nominated as Deputy Treasurer by Darrell Gale and seconded by Martyn Pettifer. Elected unanimously.

It was also agreed to ask Graham Lane to be the second auditor for the 2019/20 annual accounts – alongside David Cooper.

Hilary Knight was proposed as Secretary by Darrell Gale and seconded by Martyn Pettifer. Elected unanimously. HK proposed she delegate her Data Protection responsibilities to proposed Tom Basham as Data Protection Officer. Seconded by Martyn Pettifer. Elected unanimously.

4. **Need for co-options**

HK reported that the board elected at the AGM met the requirements identified by the governance group (and now in Standing Orders) regarding size and skills/experience. She did not consider we needed to regard ourselves as having a 'vacancy' and there was no pressing need to co-opt. However, Jen Vipond had expressed an interest in

becoming a Director but was too late to participate in this year's process. HK suggested Jen observe three board meetings and consideration be given at that stage to the benefits of co-opting her (in this eventuality she would need to complete a Nomination and Application Form).

JS commented that sub groups are a good way to bring in skills from members who are not Directors.

5. Dates for board meetings before the next AGM

20 August (changed later in the meeting to 27 August); 24 September; 15 October; 19 November.

AGREED the independent review of the 2019/20 annual accounts should be reported to the board on 24 September to avoid unnecessary pressure of FCA 7-month deadline for Annual Return which is 31 October.

AGREED the 2021 AGM should be late June/early July. HK to propose dates for board meetings from January.

6. Banking arrangements

AGREED to keep current authorised signatories for banking: DG, HK and JS with 'two to sign' and add GL. Suggested that procedure is for JS or GL to set up payment for second authorisation by HK or DG. JS will contact Lloyds Bank to check if Directors' details need updating with them following the AGM.

7. Signatories for any legal or other appropriate business.

AGREED signatories will normally be the Secretary and one other board member.

8. Board education, team building so any other specific roles and responsibilities course

DG suggested that, following the governance group's work and the application process and election of board members, there is a need build trust, understand each others' styles and skill sub-sets, and develop roles and responsibilities further from that. It was pointed out that continuing social distancing requirements make it difficult to get together as a group indoors, though organisational business is an allowable exception. Options are using Zoom or meeting in the Atherley Chamber. PC suggested a 'get together' to get to know one another as precursor to more formal activity for an hour or two in September.

HK reminded all board members to make use of the our National CLT Network subscription for growing knowledge and using the resources section on the website <https://www.communityledhomes.org.uk/>

9. Planning and annual risk assessment

AGREED to discuss the work PC has done so far on planning at the next board meeting and conduct the annual risk assessment later in the year.

10. Schedule other annual business e.g. review of these Standing Orders

There will need to be a lead-in timetable for the AGM, with items such as review of Standing Orders coming forward in the Spring.

11. Appointment of Directors following AGM elections

Rule 19 provides for retirement by rotation – at least one third of the directors appointed by the members must stand down at each AGM. Members may reappoint them at that AGM. The Rules say the directors who have held office for the longest time are the ones who stand down.

This means Wendy Eve, Darrell Gale, Hilary Knight and James Stewart will be appointed to the 2021 AGM.

For the others, the chair decides by drawing lots who is to be treated as in office for the longest time if more than one director was appointed or reappointed on the same day. DG had delegated this to HK and MP who had drawn lots the previous day. The result is that Tom Basham, Marc Rankin and Paul Summers will be appointed to the 2022 AGM, and Pete Crowe, Graham Lane and Deborah O'Reilly will be appointed to the 2023 AGM.

HK will arrange appointment letters containing these dates.

HK requested all Directors to check and complete the Declaration of interests and close connections recorded on the 'Directors' tab on the Membership & Share Register in the main area of teams. Dates of birth are needed for FCA and Bank.

IN-YEAR BUSINESS

12. Minutes of last Board & Steering Group meeting held 4 June 2020

Approved as correct record

13. Draft Minutes of AGM held 2 July 2020

Approved as Draft to be available on website until 2021 AGM.

14. Matters arising not elsewhere on agenda

Update membership form – HK will complete
Website FAQs – JS and TB to thrash out
Accounts to be ready for board by 24 September
Local Lettings Policy – HK to set date for meeting

Rota for CLT table at Ford Road public consultation 19/20 Aug– HK to co-ordinate
Biodiversity sub group work in progress – special meeting 18 August
HNS – now on website. Convey thanks to AiRs and feedback that would have
been better to have contact names sooner. Also thank Town Council.
Meeting to introduce Aster to Savills/Norfolk Estate – 3 September

15. Membership applications

Jennifer Vipond, 5 Arun Street BN18 9DL (one share) APPROVED

16. Member recruitment

Follow up people providing details through Housing Needs Survey – Directors agreed who would follow up who. We cannot assume they will want to join the CLT but they may want to – AiRs have passed on comments where these were provided in the Survey.

Farmers' Market stall – agreed to try and get a table for 15 August. DG, PS and HK available. Aim will be to two around two a year.

17. Any other business

AiRs Chairs' sessions

23rd Sept 7pm – Development – Darrell, Pete;

11 Nov 7pm – Finance – James and Graham

16 Dec 7pm – Community Engagement – Tom, Wendy

18. Date of next meeting

- Tuesday 18 July, 7.30pm - biodiversity
- Thursday 27 August, 7pm (changed from Thursday 20th due to clash with public consultation)

Signed



Date

20/07/20