

**NOTES OF AGM HELD 22nd JANUARY 2018**

**Shareholders Present**

Janet Aram; Rosemary Bradley; Ramona Belcher; Simon Bennett; Helen Bennett; Andrew Bird; Chris Black; Malgosia Chelminska; Tom Clark; Aaron Coleman (voting for Joe and Issie Coleman); Joe Coleman; Helen Da Silva; Paul Eavis; Alan Gloak; Barbara Helm; Geoffrey Hill; Robin Howell; Tim Knock; Geri Laithwaite; Emmaline Maxwell; Nic McGerr; John Mitchell; Mike Palmer; Carolann Palmer; Liz Pearson; Cheryl Penn; Michael Penn; Barbara Priestley; Kirsten Rushby; Paul Sander-Jackson; Sarah Sander-Jackson; Martin Stanley; Diana Stewart; Nicky Wager; Solange Zamora

**RBB staff present:**

Alison Belshaw; Niki Blackmore; Jemma Coles; Bon Everson; Rob Poizer; Amy Watkins

**RBB Tenants present:**

Joy Horner; Helen Inman

**Guest present:**

Dana Amma Day; Judy Bugden; Terry Bugden; Katherine Clark; John Fellows; Steve Garnet; Rachel Inman; Charlotte Johnson (Somerset Rural Youth); Melinda Manickam; Heinz Pahl-Kaupp; Rosi Park; Amanda Reynolds

**Apologies:**

Richard Boulton; Bron Bradshaw; Paul Branson; Trish Long; Gareth Mills; Paul Robathan; Francis Thyer; Rory Weightman

Meeting chaired by: Alan Gloak

1. Minutes of the meeting held on 28th November 2016 proposed for approval by Alan Gloak, seconded by Kirsten Rushby. Approved. Nic McGerr requested a meeting with a Board member to go through the notes of the last meeting in detail. Sarah Sander-Jackson offered to meet with Nic. **Action – meeting to be arranged.**
2. Alan read the Chair’s report included in the Annual Accounts 2016/17.
3. Chris Black requested the opportunity to ask a question later on in the meeting – agreed.
4. Financial report – unfortunately the Treasurer, Trish Long, had sent her apologies due to illness a short time before the start of the meeting so it was not possible to give a full financial report. Trish is also standing down from this position and RBB is trying to find a Treasurer for the Board. RBB is also recruiting a new bookkeeper. The financial report has been audited by Maxwell’s. John Mitchell queried the original cost of £2000 for auditors has now doubled, are they doing twice as much work? Alan Gloak said that because of the increased trading and the grants then the accounts were more complex now and they had taken on additional work as a result.

Alan Gloak proposed accepting the accounts. Helen Inman (non-shareholder) said this does not seem right for an accountable community organisation. Nic McGerr said they need more explanation. It was agreed to defer agreeing the accounts and a further meeting would be set in April to go through the accounts in more detail. A question was asked whether this would cause an issue for RBB in terms of filing the accounts. Alan Gloak said it would not be an issue.

Query from a guest (would not give name on registration and non-shareholder) stating there was no breakdown of administrative expenses. Noted that these are on page 22/23 of the report.

1. Alan read supporting statements from Gareth Mills and Rory Weightman for re-election to the Board. He proposed re-election seconded by Michael Bennett. Against was Helen Inman (non-member). Solange Zamora suggested that the re-elections be taken separately.
	1. Gareth Mills – re-elected unanimously with 1 vote against
	2. Rory Weightman – re-elected unanimously with 3 votes against although one of these votes from a non-member.

**Board**

Sarah Sander-Jackson gave an update on the recruitment of new Board members including a need to address the gender imbalance on the Board and also recruit younger members. This recruitment has been advertised in the local paper and via the website and Sarah has spoken to 6 potentially interested people to join the Board in 2018.

The process will be to co-opt these people on to the Board with them attending 3 meetings and then reviewing it. If they decide to stay they would be proposed for election at the next AGM. It will be good to have new people on the Board as a number of existing Board members have been on the Board for a long time.

Helen Inman (non-member) suggested a youth board. Katherine Clark (RBB Youth Club and Mendip YMCA) said she’s in early discussions about having a youth council running out of the building and linking with the Town Hall and Street youth clubs.

**Remuneration for Accountants**

Alan asked for approval for the Board to set the remuneration for the accountants. The proposal was to set this at a maximum of £4,000. This was seconded by Nic McGerr and agree by the members present.

**Reports from RBB staff**

An update report had been circulated prior to the meeting.

Bon Everson (Community Gardener) – a lot of positives in the report but there are lots of negatives and transparency is needed about what’s going on with staff at RBB, contracts not being renewed and the garden itself.

Amy Watkins (Volunteer Coordinator) – updated on volunteering, holiday activities, Avalon School and Strode College involvement in the garden.

Niki Blackmore (Administrator) – commitment and enthusiasm for the project ensuring as many people as possible know about it through variety of promotions; pleased to have been involved in re-design of website which is working well for us and online ticket sales. Shout outs for things we need such as toilet rolls, mugs, help and support – will be main priority.

Tim Knock (Arts and Events) – reported on good progress, recent sell-out gig from charity at the weekend (Neville Staple ex of The Specials in aid of Mind). Just on Friday there had been theatre from Wassail Theatre Company, a Private View for Wells Blue Art exhibition and Youth Club going on in the building at the same time. New Year successful. Query from non-member regarding need for money but having sell-out events and Bocabar’s involvement. Tim explained Saturday was a charity gig so RBB does not get the money. Tim also outlined the more theatre and a series of lectures by John Martineau. There is scope for more. Tom Clark took the opportunity to promote the Mark Thomas show on 5th February ‘Showtime from the Front Line’.

Rob Poizer – took over from Andrew Gowland in June 2017. Rob listed, directly from the update report, the improvements that had been made to the building including the lift, Morland Room, some structural work. He outlined the priorities for the coming year, subject to funding being available, including improvements to the downstairs toilets, signage and more. There is a full list available on request.

Jemma Coles – Building C. Jemma was able to announce that Strode College has put in an expression of interest for part of Building C. The far end would be turned in to a campus for their use although the exact amount of space is to be negotiated. They are presenting a business case to their finance committee at the end of January so RBB will know more about how this will be able to proceed in February. A part of the building in between would need to be demolished as a structural survey has indicated it is unsafe. This area would be used to move the Garden, as the area is currently occupies will be required for parking, and other small workshops provided by RBB.

Kirstin Rushby said it’s good to have Strode involved and thanks for making progress. Strode have a good relationship with Strode Theatre so have experience of working with arts organisations locally.

Nic McGerr introduced himself and said he would like to be kept informed of progress for transparency and participate in any discussions and ideas around Building C.

Solange Zamora asked where is the money going to come from? Jemma outlined that Strode College has indicated it has the funds for its part of the work. RBB would need to find around £300,000 and this could come from a variety of sources. Strode are also happy to put any of RBBs costs such as architect’s fees, demolition etc. in to their funding applications to the LEP and others.

Query over who has the final say – shareholders or the Board. The Board is elected by its members to act in the best interested of the organisation / project / and its members. Comment that if anyone present wanted to change that they have to option to become a shareholder and stand to become a Board member.

Chris Black asked Alan Gloak to categorically state that there would be no demolition of Building C. He stated that it is structurally sound and wanted confirmation that the building is not going to be knocked down.

Jemma stated that the structural survey indicates part of the building is not structurally sound and she is happy to share this information with Chris Black. There are no plans to knock the entire building down, but there may be a need to demolish the more damaged and deteriorated part.

Chris Black become quite abusive and insulting at which point Paul Sander-Jackson stated that the building had been surveyed twice, Nick McLane who had carried out the survey had refused, in his professional capacity, to validate the report. Paul also stated that it the insults were unnecessary.

Alison Belshaw – Alison asked people to read the update report that had been circulated as it contained a lot of information in there that hadn’t been able to be said at the meeting. In addition, she stated that RBB is facing a difficult year ahead financially with staff cuts and grant funding coming to an end. She asked all members and everyone present to help and support the RBB – it can’t be done without all that support, and to come forward positively with ideas and offers to take the project forward.

**Any Other Business**

* An attendee stated that they are interested in hearing about what’s coming up, fundraising and volunteers etc.
* A guest (non-member) said that with the Bocabar it felt like a corporate takeover.
* Helen Inman (guest / non-member) asked what percentage of bar takings from Bocabar are given to RBB
* Alan Gloak stated that Bocabar pay rent to the RBB and are a tenant of RBB
* Robin Howell said that as a community-owned projected he was not sure that the delegated powers of the Board as stated earlier where actually as delegated as had been said.

The meeting ended at 8.40pm