



**THE KNOWLE SOCIETY**  
**(A Company limited by guarantee)**

**The 52<sup>nd</sup> AGM of the Knowle Society (KSoc) members**  
**Saturday 7<sup>th</sup> February 2015,**  
**held in Knowle Village Hall, commencing at 3.00pm**

**Trustee Directors (TDs) present:** Leighton Jones (LJ) (Retiring Chairman), Bill Bohanna (BB) (Elected Chairman), David Watson (DW), Kate Stables (KS), Martin Warr (MW), David Bower (DB), Charles Robinson (CR), Cheryl Steventon (CS), Lilla Baker (LB), Elizabeth Hulse (EH), Dave Pinwell (DP), Peter Ewin (PE), Janet Erzen (JE).

**1. Welcome**

Leighton Jones (Chairman) welcomed and thanked the members attending the AGM. The Chairman reminded the attendees that only members are allowed to vote or raise resolutions.

The Chairman also asked whether any member has any item to raise or any other business. No items were raised. No member resolutions were put forward at this time.

The Chairman asked if anybody has a nomination to raise for Trustee Director. No nominations were received.

**2. Apologies for Absence**

Formal apologies were received from members Valerie Murray, Brian Murray, Sarah Stevens, Mary Little, Limna Barker, Sue and Mike Adams, Joy and Alan Crumpler, Lis and John Hellier, Gerry Thomas, Keith and Shirley Barrett and Mary Ing.

**3. Minutes of the AGM held on 17<sup>th</sup> February 2014 and the EGM held on 16<sup>th</sup> June 2014**

a) Leighton Jones noted that a summary of the minutes for the last AGM held 17<sup>th</sup> February 2014 were circulated with the last newsletter, available on the website and available in the room. Leighton Jones asked if there were any amendments or corrections. None were raised.

**Proposal:** that the Minutes of the AGM held on 17th February 2014 are signed by the Chairman as a true record. Proposed by Peter Ewin and seconded by Peter Moulton. The vote for approving the Minutes of the AGM held on 17th February 2014 was unanimous, with 80 voting in favour and carried. They were signed by the Chairman as a true record.

b) Leighton Jones noted that a copy of the Minutes of the EGM held on 16<sup>th</sup> June 2014 were available on the website and had been summarised in the newsletter. Leighton Jones asked if there were any amendments or corrections. None were raised.

**Proposal:** that the Minutes of the EGM held on 16th June 2014 are signed by the Chairman as a true record. Proposed by Georgina Asprey and seconded by Ann Smith. The vote for approving the Minutes of the EGM held on 16<sup>th</sup> June 2015 was carried with 79 voting in favour, 1 against. They were signed by the Chairman as a true record

#### **4. Chairman's report**

A copy of the formal Report of the Trustee Directors is attached to the Minutes. Leighton Jones informed the meeting that extracts from the formal Report of the Trustee Directors were published in the January Newsletter and copies of the full Report were available this evening.

Leighton Jones noted that this AGM marks the end of his three years as Chairman and noted it has been a busy three years with lots of major events. Having taken over from Peter Ewin in 2012; the year of the Jubilee, the highlight of the year was the celebration event in June which showed Knowle at its best – a community pulling together and achieving great things.

Leighton noted that his time as Chairman has also seen the start of the Village Greens project, which he will continue to work on.

Leighton also noted some key projects and events that have been enjoyed and evolved over the three years of his Chairmanship:

- In 2013, a change of newsletter with a new editor Dave Pinwell, incorporating a new logo, to take the society into its next half century. The Society has also introduced the use of email to correspond with member and entered into the Social media age with the introduction of a Facebook and Twitter page, the introduction of the Video display in the library and persuading the council to provide Wi-Fi at the library (one of the first in the county).
- The review of governing documents which is to be put to a vote later in this meeting.
- Working on the various planning matters and airport matters.
- As of the date of the AGM, the Society's membership is at an all-time high of 3601 members, with thanks to the continuing efforts of Martin Warr.
- An excellent exhibition on 2<sup>nd</sup> World War.
- The Society has received a nomination for the Queens award for Volunteering
- The Society has assisted in setting up an independent forum for the Neighbourhood Plan.

Leighton Jones concluded his report by saying that the Society has thrived for over 50 years and will continue to do so over the coming years.

#### **5. Revision of the Society's Memorandum and Articles**

Peter Ewin stepped forward to introduce the Memorandum & Articles (M&A) planned amendments, explaining that they formulate the guiding principles of the Knowle Society and what we are allowed to do as a company. Peter explained the necessity to change the M&A is down to the documents needing correction as the Society has evolved since they were created and to provide powers to act as necessary on behalf of the Society. Copies have been made available in the room.

- a. Peter proposed to go through the important amendments outlining the below changes or updates:
  - 3.4 of the Objects – The Society's role to preserve the character of the village amended to 'Seek to promote the character of the village'
  - Added in the right to support, cooperate and work with other societies etc.
  - Added in the power to enter into JV partnerships etc. (e.g. working with DDRA on the Neighbourhood plan, for the advantage of the society)
  - Power to furnish new premises
- b. Peter explained that the Articles govern the detail of how the company is run, how members and TDs are appointed.
  - Inserted wording whereby the membership of Society is open to any person/organisation or company
  - Expanded the powers of the TDs to deal with applications for membership and keep a register of members

- Termination of membership expanded to include death, end of business, convicted of offense.
  - General meetings – 14 day notice required for meetings, other than AGM which requires 21 days.
  - AGM quorum has been increased from 30 to 40. If this number is not present at the beginning of the meeting, it has to be abandoned and held again within the next week.
  - The Chairman of the meeting has a casting vote.
  - Power of TDs to appoint an Officer of the Society during the year and therefore not needing to wait until the next AGM.
  - TDs must retire at the end of a 3 year term but can be re-elected for the following term.
- c. A question was raised by Rob Brooke regarding item 3.4 of the Objects, whereby the word ‘preserve’ has been removed from the clause. He disagrees with the removal of the word preserve and a number of members stated their agreement.

**Proposal:** that Item 3.4 in the new draft of the Memorandum and Articles (Objects) is amended to be “preserve and promote the character of the village”. Proposed by Rob Brooks and seconded by Jill Morgan. The vote for Item 3.4 in the new draft of the Memorandum and Articles (Objects) to be amended to be “preserve and promote the character of the village” was carried with 79 voting in favour, 1 against.

- d. Peter explained that the vote for approval of the Memorandum and Articles must be carried by at least 75% voting in favour.

**Proposal:** that the new draft of the Memorandum be approved and finalised. Proposed by Peter Ewin and seconded by Peter Moulton. The vote for finalising the new draft of the Memorandum as presented was carried with 79 voting in favour, 1 abstention.

**Proposal:** that the new draft of the Articles be approved and finalised. Proposed by Peter Ewin and seconded by Peter Moulton. The vote for finalising the new draft of the Memorandum as presented was carried with a unanimous vote in favour.

The chairman thanked Mr Ewin and all those that worked on the updates to the Memorandum and Articles.

## 6. Report on progress of Village Green applications

The Chairman Leighton Jones has obtained copies of the Village Greens feedback forms back from the council and will be approaching residents to provide a statement and attend the hearing to testify accordingly. Leighton Jones will be providing guidance on how to write the statements.

Leighton Jones mentioned in the newsletter that we are intending to hold a fundraising event later this year – on Friday 1<sup>st</sup> May, a race night will be held at Arden School to raise funds for the Village Greens project and other Natural Environment committee projects.

## 7. Treasurer’s Report – receiving the Accounts for the year ending 30<sup>th</sup> September 2014

A copy of the accounts were made available in the room, on the website and provided previously in the newsletter.

David Watson referred to the copy of the 3 year summary.

- **Income:** David reported increased income over the last year which is largely due to the donations received for the VG project and the Local History Group. Taking out the exceptional income, our normal income has remained similar to previous years.
- The cost of the newsletter is our largest expense which has increased over the last three years due to the new colour printing.
- The cost of storage has been exceptionally cut. Most of the archives are now being stored at Knowle Library which has saved a great deal of cost.

- This is the last time that the depreciation amount will appear in the accounts, having run down over the last five years.
- **Balance sheet:** David reported a lower figure than expected for the end of the accounting year with lower cost than expected for the Village Greens project, Amendments to the Memorandum and Articles and the Neighbourhood Plan project therefore left with balance of £14, 621.
- **General fund** has therefore gone down slightly against the previous year
- **Subscriptions:** The increased subscriptions price has been imposed as of 1<sup>st</sup> October. David provided some more information as to why the rate has increased with £2 added to single and family rate.
  - o Increase in general costs,
  - o Short term project spending
  - o Preserve the general fund
- **Donations:** VG project donations collected approaching £4000. The project is still running and we are still looking for donations. David explained that it is possible to donate via the website or via cheque or cash to the Treasurer.
- Questions from the Members:
  - o Why were there no Christmas cards or calendars this year?
    - David responded that Christmas Cards were available in the charity shops and some income has been received.
  - o Cost of the magazine has gone up. Could we shorten it to save some funds?
    - David explained that the costs were going up anyway and explained that the newsletter is, in most part, well received and sometimes the only exposure members have to the Society activities.
  - o Why has less gift aid been claimed than last year?
    - David explained that this is mostly to do with the timing of the accounting year.
  - o What were the fixed assets to be depreciated?
    - Furniture for the library.
  - o What are the charitable donations and subscriptions?
    - Our largest subscription is to Civic Voice. We received a donation of £350 to retain the flower tubs in the high streets

Leighton Jones asked for a proposal to accept the accounts as presented.

**Proposal:** that the accounts for the year ending 30<sup>th</sup> September 2014 be accepted. Proposed by Gordon O'Connor and seconded by John Hulse. The vote for accepting the accounts for the year ending 30<sup>th</sup> September 2014 was carried with a unanimous vote in favour.

**Proposal:** that the current accountants are retained for the coming financial year. Proposed by David Watson and seconded by Bill Bohanna. The vote for retaining the current accountants for the coming financial year was carried with a unanimous vote in favour.

## 8. Election of Chairman for the ensuing year

Leighton Jones called upon our President Peter Ellis who addressed members stating he was certain that all who have served under Leighton Jones and worked with him these last three years would agree he has been an outstanding chairman, working very hard with his colleagues and at a time of considerable increase in membership and great expansion of the Society's work as our very active committees demonstrate.

Having had to cope with a number of growing stipulations of local communities and with Leighton's work, the Society is succeeding and Knowle is maintaining itself as an attractive place in which we all want to live. We owe Leighton a great deal and would like to offer him a hearty round of applause.

Peter Ellis proceeded to elect the new Chairman of Knowle Society – Bill Bohanna:

Bill has been proposed at the new chairman (currently deputy chairman). Peter Ellis asked all those in favour of his election. All voted in favour – Bill Bohanna is elected chairman of the Knowle Society for the forthcoming year.

#### **9. Election of Officers for the ensuing year:**

- a. Deputy Chairman
  - i. Andrew Marston received a unanimous vote in favour that he be elected to be Deputy Chairman for the ensuing year.
- b. Honorary Secretary
  - i. Kate Stables received a unanimous vote in favour that she be elected to be Honorary Secretary for the ensuing year.
- c. Honorary Treasurer
  - i. David Watson received a unanimous vote in favour that he be elected to be Honorary Treasurer for the ensuing year.

#### **10. Election of Trustee Directors**

Lilla Baker, Elizabeth Hulse and Leighton Jones received unanimous votes in favour that they be elected to be Trustee Directors of the Knowle Society.

#### **11. Members proposed Resolutions**

No resolutions were raised

#### **12. Any other business**

##### **a. Introduction to the Chairman**

The newly elected Chairman Bill Bohanna addressed the members. Bill outlined that he has lived in Knowle for nearly 20 years, works with the History team, as a Trustee Director, as Community Liaison and as a Governor at Arden Academy.

Bill thanked Leighton Jones for his 3 years services and his ongoing work on the Village Greens project.

Bill stated that he is looking forward to the challenges and adventures of the future being Chairman and said that it is really important that we hear feedback and thoughts from our membership in order to work on the important challenges.

Bill is keen to look at traffic and parking, its impact on businesses and visitors.

Bill stated that it's amazing to think that the Society was formed over 50 years ago to work on preserving and promoting the village and that he is looking forward to support from the membership and hopes we can offer the appropriate support to the community.

##### **b. Awards for Life Membership to the Society**

Leighton Jones paid tribute to John Chaloner and presented him with a certificate appointing him a life member of the society.

Leighton Jones paid tribute to Peter Ellis, in his capacity as our retiring President, presenting him with a certificate appointing him a life member of the society.

#### **13. Close of AGM**

The formal business meeting is closed at 16.05.