



Minutes of Annual General Meeting Held on Tuesday, 26 January 2021 at 7.00pm via Zoom

Director participants: Ruth Szybiak (Chair); David Tetlow (Treasurer); Terri Robertson (Secretary); Tim Norman, Bob Jones and Allan Heneghan (joined the meeting from agenda item 6 onwards).

Member participants: Alan Robertson, Julie Norman and Tony Ellis via proxy voting.

General Public: Mark Clarke (in a personal capacity)

IMPORTANT NOTE: due to government measures to tackle the ongoing Covid-19 virus outbreak, the Directors agreed to hold the AGM in accordance with rule 8.13, by 'suitable electronic means'. In this case, it was agreed to be via the video communications platform, Zoom. On opening the meeting, the Chair, Ruth Szybiak, expressed her regret that this was the second AGM held in such circumstances, and her sympathy for all those affected during the pandemic.

1. Apologies For Not Taking part

Received from Tony Ellis. However, in accordance with rule 8.1, he nominated Ruth Szybiak to vote on his behalf.

2. Chair's Report And Annual Accounts

Both the above documents were circulated to the membership for consideration.

- a. The Accounts and Balance Sheet for the accounting period to 30 September 2020 were NOTED.
- b. The Chair's report was received and NOTED.

3. Professionally Audited Accounts

In accordance with Rule 35.6, Members should vote annually at the AGM to decide whether to have an audit carried out by a registered auditor or to have unaudited accounts. Cricklade Development Foundation Limited is entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Members unanimously RESOLVED to support the recommendation not to require the Society to obtain an audit of its financial statements for the accounting period ending on 30 September 2021 in accordance with section 476 of the Companies Act 2006 and section 84 of the Co-operative and Community Benefit Societies Act 2014.

4. Appointment Of An Independent Financial Examiner

In light of the previous decision, and in acknowledgement of their responsibilities for complying with the requirements of the Companies Act 2006 and the Co-operative and Community Benefit Societies Act 2014 with respect to accounting records and the preparation of financial statements, Members RESOLVED to appoint John Harman as an Independent Financial Examiner for the examination of its financial statements for the accounting period 30 September 2021.

5. Appointment Of Retiring Directors

In accordance with Rule 18 one third of the Directors must retire and seek re-appointment. In the Society's case, this equates to two directors. The original subscribing Directors were Allan Heneghan, Ruth Szybiak and David Tetlow. David Tetlow retired and was re-elected last year. As the two remaining longest serving Directors, Ruth Szybiak and Allan Heneghan retired at this Annual General Meeting and sought reappointment as Directors of the Society.

Accordingly, the Membership RESOLVED to reappoint Ruth Szybiak and Allan Heneghan as Directors in accordance with Rule 17.2.1.

6. Interest Payable On Shares

In accordance with Rule 31.2, the Directors may decide to pay interest on Shares. As trading has yet to commence, the Members RESOLVED that no such interest should become due or payable.

7. Directors Remuneration

Rule 28 gives power to the Directors to vote for remuneration for their service as directors or other services.

Notwithstanding Rule 28 concerning Directors' Remuneration, Members unanimously RESOLVED to support the recommendation that in accordance with Rule 16.3, no remuneration should be payable for Directors' services unless a motion to do so is passed at a General Meeting called for that purpose.

8. Withdrawal Of Shares By Directors

Rule 11 sets out the conditions for the Withdrawal of Shares.

Notwithstanding Rule 11 concerning Withdrawal of Shares, Members unanimously RESOLVED to support the recommendation that in accordance with Rule 16.3, a Director, or a Member who was previously a Director within the previous 3 month period, must not withdraw their shares from the Society without it first being approved at a General Meeting called for that purpose.

9. Members' Questions (this was extended to include the general public by the Chair, rule 9.1 refers)

David Tetlow raised the point that agreed changes to the regulations under agenda items 7 and 8 should be incorporated into the draft prospectus for investors. It was agreed to refer the matter for further discussion/sign off to the next Directors' Meeting. **David to suggest wording/Terri to include in agenda**

Mark Clarke expressed support for the rule changes under agenda item 7 and 8 and thought this would provide additional confidence to potential investors.

Julie Norman required clarification on the references to the Companies Act under agenda item 3, specifically sections 476 and 477. The Directors agreed to discuss this at their next Directors' meeting, with a view to tidying up and clarifying the wording as appropriate in time for the next AGM.

David to check wording/ Terri to include in Agenda

Mark Clarke requested the Society's views on the recent planning application for 95 High Street, Cricklade. The original application wanted to convert the commercial property in its entirety to residential use. However, after objections were lodged by our Society, Cricklade Town Council and others, the owners altered their plans to allow for some commercial use on the ground floor, which were subsequently granted permission by Wiltshire Council. The Directors' considered the retention of commercial space a success of sorts, although will continue to keep a watching brief just in case the owners attempt to convert the remainder of the premises to residential use in due course.

Meeting closed 7.25pm

Terri Robertson
Secretary

AGM

Chair's Report 2021

In 2018, Cricklade Development Foundation was formed and became a legal organisation called a Community Benefit Society. Our not-for-profit group aim to preserve our High Street and its services by protecting ground floor commercial premises e.g. we have applied, and succeeded in getting, the Police Station designated as an Asset of Community Value (which means we will get 6 months notice of any planned sale) and also, we have objected to planning applications where conversion to full residential was being sought at other premises, like the Lloyds Bank building, FA92 and Madam Blunt.

We have support from Cricklade Town Council, Wiltshire Council, and the national Community Land Trust organisation, as another aim is to try to convert first floor accommodation in any project we do, to be used as starter rental homes for local people.

The first identified project back in 2018 was the Police Station, as it was publicised that the building was going to be sold by the Police Authority. There have been delays due to the Police having problems finding suitable alternative space and we have been advised this will be looked at again at a future date. This is still our favoured first project as we believe this building could be the heart of the Town and a big benefit to the community.

Over 2018/9 much has been done such as legal work, monitoring planning applications, obtaining grants for professional fees and communication materials - for example, the new website which was officially launched in January 2020. We want to accelerate communication and encourage more support, as once we can move on a project this support, including help identifying more financial resources, will be very important to achieve the goal of preserving the services in our Town for the long term.

2020 has brought all of us some very difficult times with the Covid-19 pandemic and our local High Street has played a big part in helping the community by extending their services. For the Society, Covid-19 has had an impact by delaying our public launch and necessitated our AGM not being the public event planned. We are still active and continue to monitor changes to relevant properties which we inform by use of Facebook and our Website.

The survival of our High Street is even more in jeopardy now and our Society remains totally committed to pick up efforts as soon as possible once we get through the current serious situation.

Ruth Szybiak
Chair

January 2021