

Baslow Sports Field Trust
Minutes of the Annual General Meeting

Present:	Peter Holt (Chairman), Neil Mantell (Treasurer), Alan Wilson (Secretary), Peter Barlow, David Neath, Mike Booker, Helen Watts, John Watts, Trevor Haigh, Chris Brown, Peter Ledbetter, Chris Lyne, David Robins, Becky Lyne.
Apologies:	Matt Poole, Phil Morton
Date:	Wednesday 29 June 2016 – 7.30pm in the Cavendish Pavilion

	Topic	Discussion	Action
1.	Opening Remarks	The Chairman began by welcoming everyone to the meeting. He said that Becky Lyne had kindly agreed to take on the role of Minutes Secretary. He also said that this was a very significant meeting in the history of the Baslow Sports Field as it would be moving the existing charity to a Charitable Incorporated Organisation.	
2.	Minutes of the 16 June 2015 AGM	The Minutes of the previous Annual General Meeting had been published on the BSF website. There being no amendments, the Minutes were duly approved as an accurate record of the previous AGM and signed by the Chairman.	
3.	Matters Arising	There were 3 matters arising from the previous AGM: 1. The search for a new Chairman of the Trust 2. The structure of the Trust to be considered by the Trustees 3. Potential fundraising events to be explored by the Trustees Peter said that he would be covering the first point in his Chairman's report and was pleased to say that the Trustees had addressed the other two action points, resulting in the "Baslow Sports Field Trust – the Future" paper and the Junior Football Festival respectively.	
4.	Chairman's Report	The Chairman's Report for the previous year had been posted on the BSF website. Peter said that at the outset it was worth stating that the Baslow Sports Field Charitable Incorporated Organisation (BSFCIO), as we have become, is the legally constituted body which is officially recognised by the Charities Commission and is the body that signs the lease with the Chatsworth Settlement Trust. It has ultimate responsibility for, and control over, all its grounds and premises (including tennis courts, soccer and cricket pitches, the bowling green and the Cavendish Pavilion) and for the activities undertaken thereon. He said this was no different to the standing of the "old Trust" – so nothing had changed in this respect.	

		<p>However, Peter made it clear that the clubs were an integral part of BSFCIO, so having the right balance between “Sports Field” and “Club” interests continued to be a core objective of the new CIO.</p> <p>Moving on to the position of Chairman, Peter said this was to have been his last year but it had not been possible to find a replacement. He had found the job very attractive and rewarding and was pleased that he had been persuaded to remain in post for another year but for the health of the organisation, the clubs and probably himself he said there needed to be change at the top next year.</p> <p>He was prepared to continue as Chairman to ensure the transition to CIO was completed and working effectively but reminded those present that it had previously been agreed that a Vice Chairman should be appointed to work alongside him in order to take over as Chairman at the next AGM. There was a general discussion on how to attract a Vice Chairman and it was agreed that representative Trustees would ask their clubs to consider any nominations.</p> <p>Peter then highlighted some of the areas of progress over the past year, talked about the remaining challenges (focussing on the state of the Trust's finances) and then outlined the vital role of Trustees.</p>	All Clubs
5.	Treasurer’s Report	<p>Neil Mantell presented the Financial Report for the previous year and thanked Rachel Brown for auditing the accounts. He explained that the accounts were recorded on an income and expenditure basis but under the new CIO would be presented on an accruals basis.</p> <p>He then talked through the figures saying that income had met the budget with a surplus of receipts over payments of £4,271 for the year.</p> <p>Water, electricity and gas costs had risen but a contract with new electricity provider had improved the situation. Work had also been undertaken to regulate the usage of the boiler, including the installation of a thermostat.</p> <p>Following Neil’s explanation of the accounts, Peter Holt proposed, seconded by David Neath, that the Financial Report be accepted. This was unanimously approved by those present at the Meeting.</p>	
6.	Move to CIO Status	<p>Alan Wilson reported that the Trust's proposal to become a Charitable Incorporated Organisation, as approved at the previous AGM, had been accepted by the Charities Commission and Baslow Sports Field Trust CIO had been given charity register number 1164305.</p> <p>He said that the effect was to reduce the personal liabilities of the Trustees and the new charity would be operating under a new constitution, which had been posted on the BSF website in February 2015.</p> <p>Alan then explained that being an “Association” style CIO introduced a new type of membership that would determine who could vote at future public meetings.</p>	

		<p>Membership was open to individuals living within a 10 mile radius of the Sports Field at a cost of £5 or free to members of clubs affiliated to BSFCIO. There were currently around 150 BSFCIO members drawn from the Tennis and Bowls clubs and he encouraged the Cricket and Football clubs to submit names of their members.</p> <p>He said that the details relating to policies, rules of operation, and other procedural issues would be decided at the CIO Trustees' inaugural meeting to be held directly after this AGM.</p> <p>An important part of the transfer to the new CIO was the assignment of the current lease with the Chatsworth Settlement Trust. Solicitors had been working on this but there had been a slight delay in completing the assignment in time for the AGM. However, written agreement had been received from Chatsworth confirming that the transfer to CIO could proceed at the AGM.</p> <p>Alan said there were two matters requiring the formal approval of those present:</p> <ol style="list-style-type: none"> 1. The election of Trustees, and 2. The dissolution of Baslow Sports Field Charity 503634 	Cricket & Football Clubs
7.	Election of Trustees	<p>Alan explained that the existing Trust would continue to be legally constituted until the completion of the assignment of the lease and formal notice of dissolution notified to the Charity Commission. Therefore, the election of Trustees would be for both the old Trust and the new CIO.</p> <p>The BSFCIO constitution requires the appointment of three elected Trustees and the following nominations had been received by the Secretary:</p> <p>Chairman: Peter Holt - proposed by Helen Watts, seconded by Tony Buckham.</p> <p>Treasurer: Neil Mantell - proposed by Peter Holt, seconded by Peter Barlow.</p> <p>Secretary: Alan Wilson - proposed by Helen Watts, seconded by Neil Mantell.</p> <p>There being no other nominations for these positions, either before or during the Meeting, a vote was taken and each appointment was unanimously approved by those present at the Meeting. It was also agreed that the three of them would concurrently act as Trustees for the existing charity until its dissolution.</p> <p>The Chairman announced that Alan was due to move away, following his wife's appointment as Dean of Lincoln Cathedral, but had agreed to remain in post to assist in the transition to CIO and would formally stand down in September.</p> <p>The Chairman introduced Trevor Haigh to the meeting, explaining that Trevor would act as the Football Coordinator for the football groups.</p>	

		<p>The following Representative Members had been nominated by their respective clubs / organisations and confirmed their willingness to serve as Trustees of the existing charity and the new CIO:</p> <p>Parish Council Chris Brown</p> <p>Bowls Helen Watts John Watts</p> <p>Cricket Mike Booker Matt Poole</p> <p>Football Trevor Haigh Phil Morton</p> <p>Tennis Peter Barlow David Neath</p> <p>These nominations were unanimously approved by those present at the Meeting.</p> <p>There was a vacancy for the St Anne's School Representative as Pete Ledbetter was unable to stand. The Chairman agreed to deal with this vacancy.</p>	Peter Holt
8.	Dissolution of Baslow Sports Field Charity	<p>Alan then referred to the Resolution (see attached) and explained the requirements for transferring the assets of the existing charity to the CIO and closing the existing charity.</p> <p>There was a short discussion about the book value of the Cavendish Pavilion and it was acknowledged that this needed to be obtained prior to formally removing the existing charity from the Charity Commission Register.</p> <p>Peter Holt proposed, seconded by Peter Barlow, that the Resolution be accepted. This was unanimously approved by those present at the Meeting.</p>	Neil Mantell
9.	Any other business	<p>It was suggested that representations be made to the Chatsworth Trustees to see if the existing lease with 16 years remaining could be extended to 20 years as part of the assignment process.</p> <p style="text-align: center;">The Meeting closed at 8:35pm</p>	Alan Wilson

Resolution

Having formed a new Charitable Incorporated Organisation, also named Baslow Sports Field, and given charity register number 1164305, we now hereby resolve to forthwith execute a Vesting Declaration noting that the import of such will be to transfer from our existing charity, register number 503634, to the new Charitable Incorporated Organisation:

- Property which has no restrictions:
 - Cavendish Pavilion
 - Monies held with CAF Bank, 25 Kings Hill Avenue, Kings Hill, West Malling, Kent ME19 4JQ (sort code: 40-52-40)
 - Fixtures, Fittings and Equipment

- Outstanding liabilities

- Contracts or agreements entered into with third parties (including the lease with the Trustees of the Chatsworth Settlement Trust)

It is further resolved to close the Baslow Sports Field Charity, register number 503634, on conclusion of the transfer.