



East Grinstead Memorial Estate Ltd

Registered Charity No 305211

Company No 468425

Registered office: East Court, College Lane, East Grinstead RH19 3LT

www.egmel.co.uk

MINUTES OF THE 69TH ANNUAL GENERAL MEETING

The 69th Annual General Meeting of East Grinstead Memorial Estate was held at Chequer Mead Community Arts Centre, De La Warr Road, East Grinstead, RH19 3BS on Wednesday 20th June 2018 at 7pm.

There were 18 members present and 15 members tendered their apologies. No proxy forms were received.

Christopher Nunn, in the Chair, welcomed the members and said that he hoped the meeting would provide an opportunity for open discussion on any issues affecting the Company.

1. Annual Report and Financial Statements for the year ending 31st December 2017

The report and financial information had been posted on the companies web site for the members to review. The Chairman read the report, which included an update on activities in the first few months of 2018, to the members present and paused occasionally to give the members time to comment, or ask questions. The following points were raised:

- The staff from the Ambulance Station appeared to have now started parking on our grass verges again.
- Since the report had been written, the Lodge had now become vacant. It is in need of a significant update and the Directors will be considering if this is indeed the most appropriate course of action, with disposal being one of the options to be considered.
- One member queried if there was an increase in dying chestnut trees in the wood. The Chairman said that he was not aware of this but would raise the matter with MSDC's arboriculturist.
- A member asked if there were any plans for the Sports Pavilion. In response it was reported that in fact it is used quite a lot and that we are not aware of any plans to change the status quo.
- Graham Rowcroft, a member who is also Chairman of East Grinstead Target Shooting Club reported that the Club was in fine form and currently celebrating their 50th Anniversary. On behalf of the members present, the Chairman congratulated them and wished them well for the future.
- Nigel Davis gave an update on our financial position. Clearly 2017 had been a good year with investments doing well and costs under control. 2018 was proving to be less straightforward though because of the uncertainties arising from our exit from the EU and the unpredictability of the US Presidency. The loss of the tenant from the Lodge would also have implications.

There being no other comments or questions, Peter Thurlow proposed that the annual report and financial statements for the year ended 31st December be approved. This

was seconded by Michael Poffley and unanimously agreed by a show of hands of the members present.

2. Reappointment of Brooks & Co as accountants

Nigel Davis reported that Brooks & Co continued to give us good service at a reasonable price - helped by the deep understanding and knowledge they had of our activities after many years association.

Christopher Russell proposed, and Penny Fisher seconded, that Brooks & Co be reappointed as the Company's accountant and that the Board of Directors be authorised to set their fees. This was unanimously approved by a show of hands from the members present.

3. Appointment of Directors

No nominations had been received for the position of Director. Our Articles require that Directors who were not appointed or reappointed at one of the two preceding two annual general meetings, must retire from office and may offer themselves for reappointment by the members.

Lynn Graysmark, Melvin Phillips, Graeme Stagg, Peter Thurlow and Dennis Yeoman, all of whom had been elected prior to the 2016 AGM, and all of whom had expressed a willingness to be reappointed, were duly considered to be re-elected. The members present were happy to confirm this with a unanimous show of hands.

4. SPECIAL RESOLUTION - Replacement Articles of Association.

At the AGM in 2017, the Members overwhelmingly voted in favour of adopting new articles of association which aligned with current practice and the Companies Act 2006.

Subsequently, these new articles were copied to the Charity Commission who raised some issues:

1. We should have got their approval for the new articles before putting them to the members. We were not aware of this requirement - hence the mistake.
2. They queried our new Objects but have subsequently given retrospective approval to them.
3. They asked us to make changes to our Dissolution clause, trustee benefits, and Directors interests.

All these changes have now been incorporated into the articles presented at this meeting for approval.

The Special Resolution THAT the articles of association contained in the document marked 'B' lodged on the Members section of the website, and for the purposes of identification, signed by the Chairman, be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of the Company, was proposed by Colin Johnson, seconded by Peter Thurlow and unanimously approved by a show of hands of the members present.

There being no other business, Brian Auker took the opportunity, on behalf of the members, to thank the Directors for the voluntary work and dedication that they put into the Charity.

The meeting was closed by the Chairman at 8.30pm.