

**Christchurch Citizens Advice Bureau
(Renamed Christchurch Charitable Trust)**

**Company Registration number: 03024636; Charity Registration
number: 1046472.**

Annual General Meeting

**Minutes of the meeting held at 2 Sopers Lane, Christchurch,
BH23 1JG on Monday 28th January 2019 at 6.15pm**

Present: Present:

Colin Wilson (CW) Chairman

Clare Cherry (CCh) Vice Chairman

Steve Haynes (SH) Treasurer

Christine Cook (CC) Trustee

Roger Driscoll (RD) Trustee

Scott Faulkner (SF) Trustee

Heather Heale (HH) Trustee

Peter Watson-Lee (PWL) (Trustee)

Apologies for absence were received from Richard Ashdown
(Trustee).

1. Welcome and Report by the Chair

CW welcomed everyone present. No proxy form had been received from Ralph Hicks. PWL had been appointed as a Trustee at the board meeting earlier that evening. CW said that, apart from the transfer referred to at item 8 on the agenda, he had nothing further to report.



2. Minutes of the Annual General Meeting held on 27th November 2017 (circulated):

- a) The minutes, subject to the correction circulated in advance of the meeting, and the correction of the date of the meeting, were approved and signed as a correct record.
- b) There were no matters arising.

3. Resignation of Trustees/Officers and Appointment of Co-opted Trustees during the year.

The following resignations were noted:

- a) Richard Ashdown had given notice of his intention to resign as a Trustee with effect from the closure of this meeting.
- b) Colin Wilson was resigning as Chairman with effect from 28th January 2019 in accordance with Article 65 of the Articles of Association. This would take effect on the conclusion of this AGM and this evening's board meeting. CCh had been appointed as Chairman and HH as Vice Chairman with effect from the conclusion of these meetings.

The following appointments of co-opted Trustees were noted:

- a) Heather Heale was appointed from March 2018 until the date of this meeting.
- b) Christine Cook was appointed from 1st January 2019 until the date of this meeting.

4. Election of Elected Trustees and Re-election of an Elected Trustee who is retiring after 3 years and offering himself for re-election:

- a) Notice had been given in accordance with Article 49 of the Articles of Association of the intention of Colin Wilson (who had given notice in accordance with Article 48) to propose the election of the following to serve as Elected Trustees for a term of three years expiring at the AGM to be held in 2022: Heather Heale and Christine Cook (currently co-opted Trustees)

Heather Heale and Christine Cook were duly elected as Elected Trustees for the term set out above.

- b) Notice had been given in accordance with Article 49 of the Articles of Association of the intention of Roger Driscoll (who had given notice in accordance with Article 48) to propose the re-election of Colin Wilson as a Trustee for a further term of three years expiring at the AGM to be held in 2022.

Colin Wilson was duly re elected as an Elected Trustee for the term set out above.

5. Clarification of the expiry dates of the terms of office of other Elected Trustees:

Given that the AGM which would normally have been held in 2018 had slipped into 2019, it was agreed that the expiry dates of the terms of office of the other Elected Trustees be clarified and confirmed to be as follows:

Clare Cherry, Roger Driscoll and Scott Faulkner – at the AGM to be held in 2020.

Stephen Haynes – at the AGM to be held in 2021.

6. Receipt of Annual Accounts for 2017/18

The accounts for 2017/18 (which had been approved by the board and submitted to Companies House and the Charities Commission) were received and duly noted.

7. Appointment of Independent Examiners for the year 2018/19

It was agreed that PKF Francis Clark be appointed Independent Examiners to the Company for the year ending 31st March 2019.

8. Transfer of Citizens Advice Service to Bournemouth and Poole Citizens Advice

It was noted that, with effect from midnight 31st December 2018, the Bureau ceased to be a member of Citizens Advice, having transferred responsibility for the provision of Citizens Advice services within Christchurch to Citizens Advice Bournemouth and Poole (to be renamed Citizens Advice, Bournemouth Christchurch and Poole). Henceforth, it is intended that the Company/Charity shall operate as a grant giving charity for the benefit of Christchurch residents.

9. Approval of Special Resolution

The following special resolution was, on a show of hands, approved unanimously by all present:

1. The name of the Company/Charity shall be changed to the 'Christchurch Charitable Trust' and accordingly all references in the Company's Articles of Association to 'Christchurch Citizens Advice Bureau' shall be changed to 'Christchurch Charitable Trust' and the reference to 'Citizens Advice Bureau' in the first heading to the Articles, shall be deleted.

2. The following further amendments to the Articles shall be made:

i) The Articles referred to below shall be deleted:

Articles 3.1 (which relates to the provision of Citizens Advice services); 3.11 (which refers to recruitment of volunteer workers); 20 and 21 (public notice of and attendance at annual general meetings) and the heading 'Public notice' above those Articles; 24 and 69 (which refer to attendance of a Citizens Advice representative at meetings); 70 and 71 (which refer to the Bureau Manager and staff and volunteer representatives attending meetings) 87 and 88 (which refer to membership of Citizens Advice and the operation of an 'equal opportunities framework' in accordance with Citizens Advice policy) and the heading 'Citizens Advice' above those articles and, in the Schedule, the definition of 'Citizens Advice'.

ii) To avoid the need for renumbering, the numbered Articles so deleted shall be marked 'deleted'.

iii) In Article 6.1, substitute 'employees' for 'paid or volunteer workers'; in Article 19 delete 'Citizens Advice'; in Article 39, at the beginning of the proxy form, substitute 'To Christchurch Charitable Trust' for '.....Citizens Advice Bureau'; in Article 52.2 substitute 'an employee' for 'a paid or volunteer worker at any bureau operated by the Charity'; in Article 72, delete 'and to Citizens Advice'; in Article 104, delete 'provided that no amendment shall be made which is inconsistent with the written policies of Citizens Advice.'

iv) To facilitate effective future operations in circumstances where the Company/Charity has limited numbers of Trustees, in Article 65 (maximum term of office for office holders) delete the second sentence and add at the end of the first sentence 'unless re-elected by the Trustees at the end of the six-year period'."

(Note: the above special resolution, having been passed unanimously, satisfied the requirement to be passed by at least 75% of the Members voting in person or by proxy).

10. There being no other business the meeting was closed at 6.30pm.



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**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number **3024636**

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

CHRISTCHURCH CITIZENS ADVICE BUREAU

a company incorporated as private limited by guarantee; having its registered office situated in England and Wales; has changed its name to:

CHRISTCHURCH CHARITABLE TRUST

Given at Companies House on **7th June 2019**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**