

HEREFORDSHIRE & GLOUCESTERSHIRE CANAL TRUST

Minutes of the HGCT Annual Meeting

Thursday 27th June 2019 19.30 held at Ledbury Community Hall, Ledbury

1. Welcome:

Chairman Vaughan Welch welcomed everyone to the meeting.

There were 47 members attending and one visitor.

2. Apologies:

Apologies received from – Edward Helps (trustee), John Kilpatrick (trustee), Eamonn McGurk (trustee), Ray Moses and Janet Moulton.

3. Minutes of 2018 Annual Meetings: Part 1, Thursday 18th October & Part 2, Thursday 13th December, both held at Ledbury Community Hall, Ledbury:

The minutes were read out by Vaughan Welch. Proposal for minutes to be accepted by the meeting - a clear majority vote in favour with 2 abstentions.

4. Chairman's remarks:

The Chairman advised that it had been a short 'year' – only six months since the second part of last year's AGM. The new Board of Trustees had striven to get the Trust onto a more secure footing, particularly after the dilemma when the AGM in October had to be postponed until December. With all the hard work that had been done this year's AGM was back in its traditional summer slot and next year's AGM will be held on 2nd July.

Trustees Maggie Jones and Roger Holmes resigned earlier in the year and they were thanked for their contributions to the Trust. Cal Buffery, Company Secretary, also left - to take up an appointment at Bristol University.

Three new trustees were co-opted on to the Board - Debbie Barber who has taken on fund-raising, Ed Helps who is taking the lead on Strategy, and Tony Sellwood has returned as Operations Director. Philip Marshall has kindly taken on the role as Company Secretary.

Very recently we learnt of the death of Cliff Penny, one of the original Trustees, and in recognition of him and the work he did for the Trust a minute's silence was held in his memory.

The Chairman then went on to give a resume of projects and work during the year

- Malswick Project – all the conditional work activities have been completed and a special press day celebrated the great work done.
- Oxenhall and Newent sites continued to be worked on – an exciting engineering solution to cross the road is being looked at. Tony Sellwood has established an engineering working group and would welcome offers of help from members who have the necessary skills.
- Over – the cycle shed is almost completed
- Maintenance continues on all the other sites in Herefordshire.
- The Wharf House has now been let on a commercial basis generating a known fixed annual income for the Trust.
- The registered office is now Beaumont House, 172, Southgate Street, Gloucester GL1 2EZ

- Malswick House closed late last year and the Board are still considering different options for its use.

5. To note the report of the Trustees and inspected financial statements for the year ending 28th February 2019

The Accounts had been available to all on the website some weeks before the meeting, hard copies could be requested beforehand, and copies were available at this AGM. In addition to his remarks in the finance report Philip Marshall (PM) advised that income has held up very close to the 2018 level and that there has been an increase in legacy income. The decision has been made to sell the Dymock house to clear all debts.

Questions from the floor:

The process for producing accounts in previous years was queried. PM advised that the accounts have never been audited, only inspected. PM then highlighted that after receiving legal and financial advice a 'serious incident' had been reported to the Charity Commission. They confirmed receipt and acknowledged actions taken. No further correspondence has been received from the Charity Commission.

It was queried that The Wharf House had been set up to put all profits back into the trust – did this not happen? PM confirmed that it had not been possible for the past combined accounts of The Wharf House, Malswick House and the LDPT to be separated out in any satisfactory way. With the work done by the LDPT team and other canal trust business now back with the Trust from February, The Wharf House Company accounts will in future be simpler.

The Wharf House Company Ltd made a large trading loss last year, which was substantially due to Malswick House but also TWH. Part of the losses were high credit card bills with 18% interest and the highest VAT penalty payments. The decision was made to close Malswick House. Options for its future are being considered.

PM confirmed that with the large losses made by TWH the decision has been made to sell the Dymock house.

Why not sell Malswick House? Malswick House falls under the Forest of Dean Council and they consistently refuse to permit pubs to be turned into private residences and therefore it would be more difficult to sell.

Could we not mortgage the Dymock House? – PM advised that we are reluctant to incur further debt.

Vaughan Welch confirmed that it has taken at least a full eighteen months to pull together the full details of the situation, including the adoption of a new constitution. He considered that whilst there have been problems in the past, we now have new processes in place.

The majority of the meeting accepted the report and accounts, 1 against and 2 abstentions.

6. To approve the appointment of an Independent Examiner of all the Trusts Accounts

The Chairman proposed the appointment of Griffiths Marshall of Beaumont House, 172, Southgate Street, Gloucester GL1 2EZ.

The majority of the meeting agreed with four abstentions.

7. Trustees standing down by rotation and re-election

Ralph Barber then took order of the meeting. Vaughan Welch and Nigel Jeffries were the two trustees stepping down by rotation. They have both confirmed their willingness to stand again.

Nigel Jeffries – reappointed with 100% approval

Vaughan Welch – reappointed with majority approval. Four abstentions.

8. To elect nominations of new trustees

VW then took the meeting again.

All three co-opted trustees – Debbie Barber, Edward Helps and Tony Sellwood have agreed to put their names forward to be appointed as trustees by the meeting. There were no other nominations. The Chairman then suggested voting all three en-bloc. The majority approved, none against and one abstention.

9. Discussion and questions from floor.

Clarification requested on the letting of The Wharf House. The company now leasing The Wharf House (TWH) is Native Hotels. After due diligence this was the best of three options. It has been let on a full repairing lease, including a lot of the Over site. The lease was signed on the 13th May. All canal activities will be unaffected. The lease is currently for 7 years and can be extended.

Could Llanthony Cottages have been sold? Confirmed that the Dymock house considered was best one to sell.

It has been felt amongst members/volunteers that there has been a culture of secrecy from the Board will this be addressed? Ralph Barber said he has now taken on the Communications role. The board has recognized that there has been a lack of trust between everyone. The board will have to prove by their actions in the coming months that they will improve the situation.

To start with - the AGM is now back in the summer. Philip Marshall has done a phenomenal amount of work on the finances to make this happen. Please bear with the trustees, the majority of whom are new, who have to learn the whys and wherefores and move forward. Communication will be improved. There will be a new website and a Volunteer newsletter. Please contact Ralph to be added once the details are announced – his details are in the Wharfinger.

How many yards of canal have been restored this year? The simple answer is none – but all the engineering work done at Malswick was in preparation for acquiring land which will lead to another 1000 yards. Now in a position to work on the site planning and engineering planning. There will be a meeting with the Forest of Dean planners in a few weeks. The difficulties in the finances all had to be sorted out first.

Looking to include everyone going forward – know that skills available have been underused – please put yourself forward. Strategy meetings have been held - will be more coming and others will be invited to join – will be a lot more inclusive. We need more people.

A previous council of management member, twenty years ago - said that he has had more information from the trustees in the last six months than he has had in years.

What of the new road in Hereford, cutting off the original canal basin site? John Kilpatrick is connecting with the councils concerned.

From the floor - would like to congratulate the trustees on the amount of work done so far.

The Chairman then closed the meeting.

Notice was given of the 30th Anniversary day of the Gloucester Model Boat Club on the 30th June at Over. All encouraged to attend.