

# MINUTES

of

## EXTRAORDINARY GENERAL MEETING

**Date of meeting:** Friday 20 October 2017  
**Start time:** 6:30pm  
**Venue:** Baden Powell Suite, YMCA, Whetstone Lane

**Members present:** Tom Allport; Philip Barton (Honorary Chair) **[PB]**; Jim Cadwallader; Richard Fassam (Honorary Treasurer); David Liggins; Bob McGhie; Jane Rivington

**Non-members present:**

**Apologies:** Mark Baker; Cllr Pat Cleary; John Davies; Gareth Osler

No.	Item	Notes	Action	Target date
1	Welcome and apologies	<p><b>PB</b> opened the meeting at <b>6:30pm</b> and confirmed that it was quorate. The number of people eligible to vote was <b>7</b>.</p> <p><b>PB</b> explained that the meeting was necessary because the general meeting held on 25 September 2017 was inquorate and, in accordance with the constitution, the scheduled votes would have been held invalid.</p> <p><b>PB</b> went on to advise members that the management committee is considering changes to the constitution to allow proxy voting and/or other forms of voting in order to prevent this situation from arising again in the future.</p>	Item discharged	
2	Disciplinary matter – <b>VOTE REQUIRED</b>	<p><b>PB</b> explained that the management committee was recommending that a member be suspended for a period of one year from the date of this meeting.</p> <p>The behaviour that led to the disciplinary action being taken included: <b>1)</b> two incidents of extreme verbal abuse made in</p>	Item discharged	

No.	Item	Notes	Action	Target date
2	Disciplinary matter – <b>VOTE REQUIRED</b> <i>[continued]</i>	<p>public on two different dates and against two different Forum members, and <b>2)</b> an abusive e-mail which was subsequently classified by <i>Merseyside Police</i> as a malicious communication, for which a crime number was issued (although the police considered that a prosecution would not be in the public interest). This malicious communication was copied not only to a number of Forum members but also to a representative of <i>Locality</i>, causing significant reputational damage to the Forum, requiring a substantial amount of work on behalf of the management committee to recover from.</p> <p>Also taken into account by the management committee was the member's refusal to apologise for the behaviour and irregularities in accounting for expenditure incurred on behalf of the Forum.</p> <p><b>Resolution:</b> <i>That the management committee's recommendation to suspend the member for a period of one year, this period to expire at midnight on 19 October 2018, should be ratified.</i></p> <p><b>For: 7</b> <b>Against: 0</b> <b>Abstained: 0</b></p> <p>The vote was carried unanimously.</p> <p>Discussion then took place with regards to what the expectations of the management committee should be for re-admittance of the member following the expiration of the suspension. <b>PB</b> assured members that the management committee would discuss this and form a view.</p>		

No.	Item	Notes	Action	Target date
3	Proposal to establish a community benefit society with associated community land trust – <b>VOTE REQUIRED</b>	<p><b>PB</b> explained the general features of a Community Benefit Society (CBS), which includes the ability to raise revenue in the form of community shares. Advice received by the management committee is to set up the CBS as a community land trust (essentially an agreed form of words contained within the articles of association), with an asset lock to ensure that money could only ever be used for community benefit, as an exempt charity and with the power to set up a trading arm if necessary.</p> <p>The management committee has been advised that it would cost about <b>£1,500.00</b> to pay <i>Co-ops UK</i> to draw up the necessary legal documentation and register the CBS with <i>Her Majesty's Revenue and Customs</i> (as an exempt charity) and the <i>Financial Conduct Authority</i> (as a CBS with associated community land trust and asset lock).</p> <p><b>Resolution:</b>  <i>That the management committee shall be authorised to register the Forum as a Community Benefit Society, with associated community land trust, asset lock, exempt charity status with the power to establish a trading arm and thence to dissolve Birkenhead &amp; Tranmere Neighbourhood Planning Forum Limited.</i></p> <p><b>For: 7</b>  <b>Against: 0</b>  <b>Abstained: 0</b></p> <p>The vote was carried unanimously.</p> <p><b>PB</b> closed the meeting at <b>7:30pm</b>.</p>	Item discharged	

**END**