



# Pembroke 21C Community Association Ltd

## **Minutes of the Annual General Meeting of the members held on Wednesday 12<sup>th</sup> March 2008 at 7.30pm in Foundry House Community Centre, Pembroke**

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### **Present:**

Cllr Gareth Jones	Chairman of Pembroke 21C
Rosie Mitchell	Secretary, Treasurer Pembroke 21C
Cllr Rose Blackburn	Director of Pembroke 21C
Ken Jones	Director of Pembroke 21C
John Hayes	Director Of Pembroke 21C
Linda Asman	Museum Group / Pembroke Mill Ponds Group
Stuart Asman	Museum Group / Pembroke Mill Ponds Group
Francesca Dufresnoy	Sustainable Energy Group
Nikki Anderson	Museum Group/Member
Pierce Murphy	Director Of Pembroke 21C
Katie Murphy	Director Of Pembroke 21C
Brian Griffiths	Director Of Pembroke 21C
Gwen Griffiths	Pembroke Festival Group
Denise James	Farmers Market/Country Markets
Irena Kruszona	Pembroke Mill Ponds Group/Wildlife Group
Jane Major	Member

**In attendance:** Elizabeth Gossage . Development Officer  
Pat Hay . Foundry House Caretaker  
Alison Jones . Administration Assistant

### **1. Apologies for absence**

Apologies were received from Rev R Jones, Angela Burns AM, Cllr Dilwyn Davies, Fleur Lewis, Christelle Medwell, Nigel Dufresnoy, Jackie Birthistle.

### **2. Minutes of the Annual General Meeting held on 13<sup>th</sup> March 2007**

These minutes had been distributed to Members. Rosey Mitchell proposed that they be accepted as a correct record of the meeting. This was seconded by Gareth Jones and carried by all present. .

### **3. Annual report from the Chairman of the Board of Directors**

Gareth Jones read his report to the members. A copy is attached to the minutes and will be available by e-mail. This was backed up by the annual report of Directors published with the accounts for the financial year 1<sup>st</sup> September 2006 to 31<sup>st</sup> August 2007. Gareth Jones thanked all the Trustees and Directors for all their hard work throughout the year and gave tribute to Mr John Allen as the driving force behind Pembroke 21C's purchase of Foundry House and when completed proposed that a room be dedicated in his honour as a fitting memorial. All agreed.

### **4. Annual report from the Company Secretary**

Rosey Mitchell read her report to the members. A copy is attached to the minutes.

### **5. Consideration and approval of the audited accounts and Directors' report for the year to 31<sup>st</sup> August 2007**

As treasurer Rosey informed the Committee that she, on a monthly basis, called into Pembroke 21C to run through the bookwork which have been compiled by Mr John Gossage for us.

Rosey Mitchell presented the accounts which had been prepared for the Directors by Bevan & Buckland. The accounts show that our unrestricted funding has increased and that we have a healthy deferred income. Pembroke 21C has now purchased Quickbooks which is an accounting package which will enable us to produce the accounts more effectively and provide detailed reports for our various fundraising requests etc. Approval of accounts was proposed by Ken Jones and seconded by Jane Major and agreed by all present.

#### **6. Appointment of Auditors**

Rosey Mitchell suggested that we appoint Caroline Mitchell of Bevan & Buckland, for a future year as they have done such a good job for us. They specialise in Charity SORP Accounting and have done an excellent job since they were engaged last year. This was proposed by John Hayes and seconded by Rose Blackburn and approved by all present.

#### **7. Resignation and appointment of Directors**

Under the requirements of the governing document, a third of Directors are required to stand down at the Annual General Meeting. They can stand for re-election. As three of the longest standing Directors, Brian Griffiths, Gareth Jones and Fleur Lewis had agreed to stand down. All agreed to stand for re-election.

Brian Griffiths was proposed by Gareth Jones and seconded by Rose Blackburn.

Fleur Lewis was proposed by Pierce Murphy and seconded by Katie Murphy.

Gareth Jones was proposed by Francesca Dufresnoy and seconded by Linda Asman

There was a nomination for a new Trustee/Director from Ken Jones seconded by Rosey Mitchell of Mrs Jane Major. All present agreed.

All Directors now need to sign a declaration that they are fit to and agree to serve.

#### **8. Appointment of Company Secretary**

As Ms Rosey Mitchell had already stepped into the breach with the sad passing of Mr John Allen she was asked if she would be prepared to carry on in the role. She agreed and was proposed by John Hayes and seconded by Gwen Griffiths. Approved by all present.

#### **9. Directors' registration of interests**

All Directors were asked to complete a declaration of interest form as many of the Trustees present are part of other organisations such as Town Council, Access Group, Tanyard and it was felt that it would be a precautionary measure to cover all concerned. Forms were provided.

#### **10. Presentation By Development Officer – Elizabeth Gossage**

The presentation consisted of an outline of what Pembroke 21C has achieved so far and of what we were in the process of achieving now. It highlighted what we could do as members or potential new members and how we could encourage the community to join us.

#### **11. Any other business**

Welcome was extended to our new Trustee's, Cllr Rose Blackburn, Mrs Val McInally (Not Present) and Mrs Jane Major.

Linda Asman was again thanked for all her hard work on the Website and also for the presentation boards which she compiled for the Town Hall to sit along side the Allied Land Public Consultation Boards.

The Trustees have agreed that there needs to be a change in the Membership Structure. We have over 300 people using the building on a regular basis and many more people involved with affiliated groups. At the time of the meeting actual paid up members was approximately 19. Elizabeth explained that for a lot of the funding applications they wanted to know how many members we had so as to ascertain how many people benefited by the projects. To reflect a truer picture of Pembroke 21C membership they have proposed that we ask all persons to sign up as either a Member where they pay an annual subscription of £5.00 giving them entitlement to vote or as an Associate Member, where you are a member but do not pay and you do not have any voting rights.

To implement these changes the Constitution would need to be amended.

**Date Of Next General Meeting**      11<sup>th</sup> June 2008