



MINUTES OF ANNUAL GENERAL MEETING

For

CHILHAM'S FUTURE DELIVERY BOARD LIMITED ('CFDB')
31st July 2013, 7.30pm at Vergers Lodge, Chilham

Present: David Hayes (DH) Chair
Robert Berry (RB)
Tessa Wheeler (TW)
Ben Glancy (BG)
Aimee Brown (AB)
Alison Ranns (AR) CPC rep

Apologies: Helen Kirwan (HK)

Item 1. Apologies had been received from HK, who had appointed the Chair as proxy for the purpose of registering any vote

Item 2. The Minutes of the last AGM (25th September 2012) were acceted and taken as true and correct: proposed DH, seconded BG

Item 3. There were no matters arising from the minutes

Item 4. Reports

DH delivered the Chair's reported on the activities of CFDB throughout the year (please see attached) which was adopted by the Board: proposed RB, seconded AB

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Item 5+6 Finance Report

DH presented the Financial Accounts and proposed that they be accepted and adopted by the company. DH advised that there had been no financial activity since that date (please see attached): proposed DH, seconded BG

It was resolved that Directors remuneration should remain at nil.

Item 7. Appointment of Independent Accountants

It was agreed that WK FinnKelcey be reappointed as the company independent accountants. The extensive advice and support they had provided throughout the year was unanimously applauded.

Proposed DH, seconded AR

Item 8. Appointment of Directors

The directors retiring by rotation PH and BG all stood for re-appointment: proposed AB, seconded DH

Having joined CFDB in 2007, RB had elected to stand down from the Board as at the end of the AGM.

TW had agreed to join the Board and members were asked to affirm the appointment: Proposed RB, seconded PH

It was noted that AR is the CPC authorised official representative abstained.

The Chairman took the opportunity to thank RB on behalf of both CFDB and the wider community for all his efforts and for his strong leadership during the community consultation exercise

There being no further business the Meeting was closed at 8.30pm

Attached: Chair Report for the Year and Financial Report

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CHAIR REPORT - ANNUAL GENERAL MEETING 2013

For

CHILHAM'S FUTURE DELIVERY BOARD LIMITED ('CFDB')

Review of the Year

Purpose and Aims

CFDB was formed by Chilham Parish Council (CPC) in 2007. It is a not for profit company limited by guarantee with charitable 'objects' (aims) as described within the Memorandum and Articles of Association. This was seen as the most prudent vehicle for project delivery. CFDB was registered as a limited company by the Registrar of Companies on 13 April, 2007. CFDB is also a charity, having charitable aims in accordance with charity law and the model documents prescribed by the Charity Commissioners. It is not a registered charity because the law on charities allows small charitable organisations, such as CFDB, with an annual income of less than £5,000 to enjoy the benefits of charitable status without having to register. However CFDB is recognised as a charity by HMRC and registered with them as a charitable Company.

CFDB is tasked to take forward the result of the community engagement exercise which resulted in the selection of Option 2 as the preferred proposal for Chilham Square.

Consequently, the main objectives of CFDB are:

- to improve the chances of success with funding applications
- to deliver Chilham Village Square's long-term regeneration and environmental improvement project

The focus of our work

Since the strengthening of our Board with the inclusion of representative members from Chilham Parish Council we have been able to conduct meetings with Ashford Borough Council, Kent County Council and Kent Highways to establish the correct process for the advancement of the scheme.

Board members have also attended Kent Funding Fairs to establish contact with potential grant funders and to ascertain the technical details required which would result in successful bid applications.

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The coming year will see CFDB working towards obtaining the necessary funding for the project, and working closely with both ABC and KHS with regard to the appointment of designers/contractors for the scheme, as well as strengthening our connections with KCC.

Appointment of the Board

The directors of the company are also charity trustees for the purposes of charity law and under the company's Articles are known as members of the Board. Members of CFDB are elected to serve on the Board in accordance with the requirements of the Memorandum and Articles of Association after which they must be re-elected at the next Annual General Meeting.

Mr P Higgs and Mr B Glancy retire by rotation and, being eligible, offer themselves for re-election.

It is with some sadness that we report that R Berry had notified the Board of his intention to stand down as a director. Rob had previously been Chair of Chilham Parish Council, but had stood down from that role to chair CFDB in 2007. Rob had been a motivated and committed leader who had chaired the organisation through the consultation process and the community engagement exercise. This had resulted in a preferred option for Chilham. Rob had given up many hours in support of this project and the Board have expressed their sincere thanks and appreciation for his efforts. His place on the Board has been taken by Tessa Wheeler.

All member of the Board give their time voluntarily and received no benefits from the charity.

Financial Review

CFDB has no direct funding, so against a backdrop of scarce resources, it has continued to plan and develop initiatives which have also benefitted the community. During November CFDB and Chilham Village Hall Committee staged an open Halloween Party as a joint fund raiser. This was a perfect example of organizations within the community working together. The success of this event, from which the profits were split equally, benefited CFDB's general funds to the sum of £576.09. Such an event could never succeed without the continued support and assistance of volunteers, for which the Board of CFDB is extremely grateful.

On behalf of the Board I would also like to take this opportunity to thank our professional advisors for their continued help and support and in particular WK Finn-Kelcey for all accounting and financial advice and Marks Miller&Co for their legal advice. The time and effort that they have devoted has been considerable and this has been without charge. This has not only been a real benefit, but a considerable cost saving to the Parish.

David Hayes, Chairman of the Company 31st, July 2013

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