



NADDER COMMUNITY LAND TRUST LTD

MINUTES of the Nadder Community Land Trust Board Meeting #5

Monday 29th July 2020

via the online Zoom platform

<https://us02web.zoom.us/j/5926922845?pwd=dUtUSIF6N1huMEN0eEMvODd3bkVHUT09>

Members Present:

Ione Lacey
Gerry Murray
Clyde Whittaker

1. Notice of Meeting

- The meeting commenced at 17:00. Those present, comprising more than three quarters of board members, unanimously agreed to conduct the meeting in accordance with Rule D27.

2. Chair for the Meeting

- Clyde Whittaker was elected to take the chair in accordance with Rule E2.

3. Quorum

- The Chair confirmed that the meeting was quorate, three board members being present in accordance with Rule D15.

4. Minutes of Board Meeting held on 20th January, 2020

- The draft minutes, circulated previously were unanimously APPROVED and it was agreed that a version of the minutes excluding any personal

data (as prescribed by the General Data Protection Regulation) be submitted for publication.

5. Election of Chair of Nadder Community Land Trust Ltd.,

- Following the resignation on 26th July 2020 of Tony Deane, Gerry Murray was ELECTED unanimously as Chair of Nadder Community Land Trust Ltd. in accordance with Rule E1.

6. Privacy Notice Edition 2

- It was noted that Nadder Community Land Trust Ltd. (NCLT) requires a published Privacy Notice in order to capture details of its supporters and members and that Edition 1 of the Privacy Notice, dated 1st October 2019 is currently published on NCLT's website.
- It was unanimously RESOLVED that Edition 2 of the Privacy Notice (in the form of Version 2.1 dated 22nd July 2020) should be ADOPTED with immediate effect and published.

7. Financial Control Policy Edition 1

- It was noted that Nadder Community Land Trust Ltd. (NCLT) requires a published Financial Control policy to define the role of the Treasurer and set out its rules governing financial approvals and the agreement of contracts.
- It was unanimously RESOLVED that Edition 1 of the Financial Control Policy (in the form of Version 1.1 dated 22nd July 2020) should be ADOPTED with immediate effect and published.

8. Appointment of Auditors

- Three quotations for accountancy and audit services in respect of NCLT's 2019 accounts had been received from those firms listed in Briefing Note 2 appended to these Minutes and were summarised by Gerry Murray. Following discussion it was unanimously RESOLVED to appoint the following as auditors for Nadder Community Land Trust Ltd. in accordance with Rule F3:

Third Sector Accountancy Ltd.,
Holyoake House, Hanover Street,
Manchester, M60 0AS

9. Accountancy and Audit Spend

- Following a recommendation from Gerry Murray the following spend on accountancy and audit services in respect of NCLT's records of account for the year ending 31st December 2019 was unanimously APPROVED:

Supplier	Amount inc VAT	Purpose
	£360	Preparation of accounts to meet the requirements of the Charities SORP (FRS102)
	£900	2019 Audit and Audit Report

10. Dates of Annual General Meetings

- In accordance with the provisions of Schedule 14 of the Corporate Insolvency and Governance Act 2020 (a summary of which had previously been circulated to Board Members and is appended to these Minutes as Briefing Note 1) it was unanimously RESOLVED to hold the 2020 Annual General Meeting of NCLT on Monday 28th September via the online Zoom platform.
- It was noted that the financial year-end of NCLT is 31st December, meaning that in normal years its annual General Meeting should take place no later than 30th June each year in accordance with Rule C17. From and including the year 2021, it was unanimously RESOLVED that each Annual General Meeting should be held on the **second Monday** of May each year, unless otherwise agreed by the Board.

11. Annual General Meeting Spend

- Following a recommendation from Clyde Whittaker the following spend on online meeting software to support the 2020 Annual General Meeting was unanimously APPROVED:

Supplier	Amount	Purpose
	£110.40	Purchase of Webinar subscription for 3 month period. (Base subscription provided by Clyde Whittaker)

12. Recruitment of new Board Members

- It was unanimously RESOLVED that a new version of the Policy for the Election of Board Members, incorporating Selection Guidelines prepared in accordance with Rule D7, should be prepared for adoption at the next Board Meeting.
- Clyde Whittaker agreed to prepare a draft for comment.

13. Strategic Priorities 2020

- In the light of recent progress and taking into account the community's priorities as expressed in the neighbourhood plan, it was unanimously RESOLVED that for the remainder of 2020 NCLT should focus its work exclusively on efforts to bring forward a community-led scheme to transform the site of the Former Sports Centre, Weaveland Road for the benefit and ownership of the community in accordance with Tisbury & West Tisbury Neighbourhood Plan Policy BL8.

14. NCLT Steering Group

- It was agreed that NCLT should continue to provide more informal vehicle for discussion of NCLT's work among a broader group of volunteers and to this end it was unanimously RESOLVED to continue regular meetings of NCLT's Steering Group and to strengthen its capabilities by seeking additional volunteers who are able to take responsibility for specific aspects of NCLT's work in connection with the former Sports Centre site.
- The next Steering Group meeting is scheduled for Monday 17th August.

15. Close

- There being no further business, the meeting closed at 17:40.

Clyde Whittaker
Secretary

BRIEFING NOTE 1 – ANNUAL GENERAL MEETINGS

20TH July 2020

1. Rule C17 of NCLT's rules requires it to hold an annual General Meeting within six calendar months of the close of each of its financial years or such later date as may be permitted by law. NCLT's financial year-end is 31ST December.
2. Notwithstanding NCLT's rules, the Covid-19 emergency provisions contained in Schedule 14 of the Corporate Insolvency and Governance Act 2020 permit NCLT, among other Co-operative & Community Benefit Societies:
 - a. to interpret Rule C17 to require the next annual General Meeting to be held on or before 30th September 2020
 - b. to hold its annual General Meeting electronically.
3. Schedule 14 also permits an electronic meeting to be held even though some members may not have the necessary connections or equipment to attend, provided a means of proxy voting is provided.

Clyde Whittaker

BRIEFING NOTE 2 – APPOINTMENT OF AUDITOR

20th July 2020
Nadder Community Land Trust

Appointment of Auditors

Quotes to complete our annual audit have been received as follows:

Edwards and Keeping
Dorchester

Wisteria
Pinner, London

Third Sector Accountancy
Manchester

I recommend that we appoint Third Sector Accountancy as our Auditors for the 2019 Financial year.

Gerry Murray
Treasurer

Approved 26.09.20