

Whitehall Choir AGM: Tuesday 30th June 2020

6:30pm, Zoom Call

Item 1. Welcome, introduction & review of 2018/19 minutes

Philip Pratley welcomed members to the AGM and advised the minutes of the 2018/19 AGM would be declared a true record if there were no objections.

Item 2. Chair report

Philip shared his report for the year, including a moving tribute to Laurie who sadly passed away earlier this year.

Item 3. MD report

Joanna Tomlinson shared her report, including a summary of the last year and various options that she was considering for next year (subject to government guidance).

Item 4. Treasurer report

Sarah Rollinson shared her report, including the results of the recent survey (report and results summary slide deck available on the members' page).

Item 5. 2018/19 Accounts

Sarah advised these were sent round in March prior to the scheduled Special General Meeting that couldn't happen as lockdown had commenced. She advised that, though the SGM was not able to go ahead, these had been filed to comply with external deadlines (members were sent the link to review the final reports on the Charity Commission website). Sarah confirmed that these accounts were examined by the Independent Examiner who was satisfied that they were a true and fair reflection of our finances. She advised that these accounts had been prepared by Patrick but invited members to share any questions or queries if there were any still outstanding. Sarah confirmed that the account balances were healthy with total funds approaching £30,000 (£6k in the general accounts and £24k in the Jubilee Fund). This year we have paid back everything we owed the Jubilee Fund for the purchase of the piano so this should be back to where it was prior to that purchase. Philip thanked everyone for their efforts in support of ticket sales and fundraising.

Item 6. Constitution & Jubilee Fund Amendments Proposal

Simon Hunter outlined the proposed changes to the Constitution and the reasoning for these. He advised that the drafting of the existing Constitution put the management of the Choir in the hands of the Committee and clause 5 effectively made each Committee member a Trustee. The revised version shows only the 3 Officers as Trustees, giving Officers the necessary control of the finances. In this version the Committee would still be consulted and have a voice in the way the Choir is run, with provision included for specific matters to be delegated to non-committee members when appropriate.

Simon advised that these were the main operational changes, some of which happen in practice already, with some smaller changes made as well (mostly administrative tidying):

- The updated clause 7 clarifies the procedure for calling meetings and provides for proxy voting.
- The inclusion of 'honorary' in the titles of the Treasurer and Secretary have been dropped.
- In redrafting, sub clause numbering has been included for ease of reference.
- Specific provision has been made for virtual meetings in case this is required again in the future, and in line with Charity Commission guidance.

Simon confirmed that there was a typo in clause 6a in the original proposal; the correct financial year end is 31st August as shown in the second document that was separately circulated.

There were more extensive changes made to the Jubilee Fund documentation. Simon advised that the spirit of the original document was retained in redrafting; all proposed changes were for similar reasons to those in the Constitution proposal, mainly to manage risk. The Jubilee Fund has not been under the control of the Trustees, as the Officers cannot be Signatories of the Fund. Simon shared that we have been incredibly fortunate in our Signatories over the years, but the Independent Examiner has expressed his concerns at the overall arrangement. Our Signatories represent the conscience of the Choir, and this arrangement has worked well over the 25 years of its existence. The proposed changes rename the Signatories as Custodians which ensures they remain deeply involved in the day-to-day management of the Fund, while specifying that all payments must be approved by the Treasurer and at least one of the Custodians. Simon confirmed that this new proposal therefore places the finances in the control of the Trustees, while retaining the distinctive role of our Custodians.

The other proposed changes to the Jubilee Fund were to include provision for grants as well as loans, with stringent processes specified for these. The rule around our investments has been restrictive, though appropriate for the time in which it was written, so this was amended to stipulate that the Fund must be invested in line with the Choir's financial policy.

Simon concluded by thanking Jacky, Mark and Ian; he emphasised that it is in large part down to their great stewardship that we have maintained our financial safety net. He advised that their assistance had been invaluable in the redrafting process and appreciated their support with this proposal. Philip thanked Simon for his diligence throughout this process, and echoed his sentiments on how fortunate we are to have Jacky, Ian and Mark's stewardship.

Questions

Ruth Eastman thanked those who had shared their updates for their confidence-inspiring reports, and to the Trustees during this difficult time.

Philip formally recorded our thanks to Jo Tomlinson and Ian Tindale with acclamation for this term and whole season.

Philip put the proposal to adopt the new constitution and Jubilee Fund rules to a formal vote. This was passed unanimously with 45 in favour.

Item 7. Elections

As returning officer Mark Graver described the election and voting process, and a summary of the various roles members take on to support the running of the Choir. The elections were confirmed as follows:

Role	Nominee	Proposer	Seconded
Chair	Philip Pratley	Deb Dowdall	Felix Smith
Treasurer	Sarah Rollinson	Jean Orr	Bridget Gardiner
Secretary	Rachel Nixon	Jo Dacombe	Claire Talbot
Sop rep	Ruth Eastman	Rachel Nixon	Lucilla Poston
Alto rep	Anne Courtney	Helen Ward	Jacky Sellars
Tenor rep	Simon Hunter	Tony Madgwick	Philip Pratley
Bass rep	Ian Williamson	Brendan O'Keefe	Jack Joseph
Publicity Manager	Martin Humphreys	Rachel Nixon	Brendan O'Keefe
Business Manager	Laura Lowenthal	Jeremy Lucas	Ian Williamson
Librarian	Fraser Wigley	Alison Williams	Ian Williamson
Events Manager (new role)	Aileen Stanton	Kate Goulden	Katherine Ahmad

Mark thanked the outgoing and incoming Committee members for their support.

The 3 Jubilee Fund Custodians, Jacky Erwtman, Ian Williamson and Mark Graver, were proposed as a group by Simon Hunter and seconded by Anne Courtney. Mark emphasised that Jacky and Ian were involved in setting up the Fund originally, and conveyed our thanks on behalf of the Committee and Choir for their stewardship over the years.

Mark advised that there are additional roles that are not Committee roles but that are important for smooth running of the choir.

- It was confirmed that Richard Grafen would continue in the non-committee role of Webmaster, and Mark thanked him for his support during this time and for the updated site with our new materials.
- Mark confirmed that Felix Smith would continue in the role of Social Media Manager, supported by a small team of volunteers

- As Kate Goulden steps down from her seat on the committee, Anne Courtney will be taking on the role of New Member Coordinator
- Mark shared a final thank you to the Key holders and our Tea gang who go to a huge amount of effort to make things more comfortable for us every week.

Philip thanked Mark for his summary and for coordinating the process so efficiently.

Item 8. AOB

Philip reminded members to revisit the new videos and resources, including Jo's and Ian's playlists, over the summer break. He advised that the Committee will be meeting in August this year in order to progress plans for our amended Autumn term and confirmed that 8th September would be the Choir's next Tuesday together (most likely as a virtual rehearsal). Philip said farewell to those who will be leaving the choir and thanked them for their time with us.

Jo Tomlinson asked members to consider writing to their MPs asking them to support the creative arts and to look out for any petitions to sign during this time. She shared how rewarding she found working with the Choir and hoped to be able to see everyone properly soon.

Philip thanked the Choir for the past year and closed the meeting at 20:00.