

## Minutes of the Community Base annual general meeting held on 16th October 2008

**Present:** Sylvia Alexander-Vine (chair and trustee), Duncan Blinkhorn (Brighton and Hove Community and Voluntary Sector Forum (CVSF)), Paul Bramwell (Working Together Project (WTP)), Debbie Charman (CVSF), Ros Cook (Amaze and trustee), Emily Crozier-Hayes (Carr-Gomm), Adrian Davies (East Sussex Credit Union and trustee), Paul Evans (NHS Support Federation and trustee), Jane Frost (Assert and trustee), David Parkin (NHS Support Federation), Jane Hill (SCIP), Sally Hiscock (CVSF), Katy McGrory (CVSF), Emily O'Brien (CVSF), Huw Owen (BHT), Umit Ozturk (Mediterranean Resources Network), Liz Petty (Assert), Michelle Pooley (WTP) and Bert Williams (Brighton and Hove Black History)

**In attendance:** Colin Chalmers (Community Base director and company secretary), Annette Moss (Community Base building manager), Deborah Sprackling (Community Base receptionist/administrator) and Mary-Jane Burkett (minutes)

### **1 Introductions**

Those present and in attendance introduced themselves.

### **2 Apologies**

Apologies were received from Sarah Bourne (Creating Futures and trustee), Bob Cristofoli (trustee and treasurer), Rob Gentles (SCIP), Mel Shad (Carr-Gomm), Lucy Stone (trustee) and Mark Walker (SCIP).

### **3 Minutes of previous general meetings**

The meeting approved the minutes of the annual general meeting held on 8th October 2007.

### **4 Matters arising**

There were no matters arising.

### **5 Adoption of accounts**

In the absence of the treasurer, Paul (NHS Support Federation and trustee) recommended the adoption of Community Base's accounts for the year ending 31st March 2008 on behalf of the board. The meeting adopted audited accounts for the year ending 31st March 2008.

### **6 Appointment of auditors**

The meeting reappointed Clark Brownscombe as the charity's auditors.

### **7 Election of trustees**

Sylvia (chair) said that she had agreed to a request from Michelle (Working Together Project (WTP)) for a secret poll for the election of trustees. Sylvia said the board was recommending that Sarah Bourne, Bob Cristofoli, Ros Cook and Adrian Davies be reappointed trustees and, on legal advice, that Sally Hiscock not be appointed a trustee.

Debbie (Brighton and Hove Community and Voluntary Sector Forum (CVSF)) spoke in favour of the election of Sally Hiscock, chief executive of CVSF, to the board of trustees. Debbie said CVSF was in dispute with Community Base over a ruling that it could not host a project called LINK in its office. Debbie said that according to the review carried out in 2007 groups at Community Base can host such initiatives at Community Base and for this reason CVSF disputed it was in breach of its licence. Debbie said that since the supposed breach was around a policy debate there was no reason why Sally could not be elected a Community Base trustee and the board should be committed to trustee renewal.

Debbie said CVSF had taken legal advice on Sally's nomination that conflicted with Community Base's legal advice which the Community Base director had circulated to members ahead of the AGM. The Community Base director had stated that members attending the Community Base AGM should consider the best interests of Community Base at the meeting rather than the interests of their own organisation. Debbie said that members of Community Base are fully entitled to vote in the best interests of their own organisation rather than Community Base at Community Base general meetings. Debbie expressed concern that the Community Base director had undermined the integrity of the AGM by misinforming the membership on this matter.

Debbie said that Sally's nomination was as an individual, not as a representative of CVSF. As a trustee Sally would expect to adhere to a code of conduct and would not expect to have a say in discussions of CVSF's licence. Debbie said that one of CVSF's roles is to represent the third sector in cross-sector partnerships and Sally would help Community Base clarify definitions and status in this area.

Ros (Amaze and trustee) said the Community Base board had taken legal advice on Sally's nomination as a trustee and on the basis of that advice had asked members not to support Sally's appointment as a trustee. There is an ongoing dispute between Community Base and CVSF over CVSF's refusal to accept the Community Base board's decision to turn down its request to host LINK at Community Base and the breach of CVSF's licence agreement that has resulted from this refusal. While Sally could opt out of board discussions she would still be leading negotiations on behalf of CVSF over an issue that was taking up more of the Community Base board's time than any other issue. Ros said the question of whether CVSF should be allowed to host the local LINK at Community Base was a separate issue to whether it was in the interests of Community Base to vote Sally onto its board at this time.

Duncan (CVSF) said there were conflicts of interests with any trustee involved with a group licencing space and this should be no bar to becoming a trustee. Sally (CVSF) said she would be able to manage any conflict of interest and expressed concern that Community Base did not have a conflict of interests policy.

Colin (Community Base director) said that he had resigned as a CVSF trustee when a possible conflict of interest arose between that role and his role as Community Base director. Colin defended the email he sent out ahead of the AGM telling members that they should vote in the interests of Community Base at the AGM rather than in the interests of their own organisation. Colin said this was basic to how charities, as opposed to cooperatives or federations, worked and expressed surprise that CVSF took the view that members of a charity should vote other than in the interest of that charity at its AGMs.

Huw (BHT) asked how the voting would be carried out. Sylvia (chair) said that member organisations could ask anyone to cast their vote on their behalf and that four members had asked Michelle Pooley to cast their vote on their behalf and six members had asked the chair to vote on their behalf. Bert (Brighton and Hove Black History) hoped the dispute between Community Base and CVSF could be resolved by the next AGM.

On the basis of the poll Sarah Bourne, Bob Cristofoli, Ros Cook and Adrian Davies were reappointed as trustees and Sally Hiscock, on the casting vote of the chair, was not appointed a trustee. The meeting noted that Sylvia Alexander-Vine, Paul Evans, Jane Frost and Lucy Stone remained trustees.

## **8 Reports on Community Base activities**

Colin (Community Base director) reported to the meeting on Community Base activities.

- a. Since the 2007 annual general meeting two groups had moved out of Community Base - the Chinese Educational Development Project and Victim Support – and four groups had moved into Community Base - the Mediterranean Resources Network, East Sussex Credit Union, Audioactive and Advance Advocacy.
- b. In 2007 156,797 people were offered help or support by groups at Community Base. 9,724 people came into Community Base to get help from participant groups, 54% of these people being from black or minority ethnic communities, and 210 people were working at Community Base, 10% of these from BME communities.
- c. 2008's annual questionnaire where groups at Community Base were asked to rate Community Base's services was again very positive with 28 out of 42 areas of Community Base's activities scored as good or very good and only one area, loading facilities at the front of building, scored as below average.
- d. Work was being carried out to assess the likely cost of new windows for our building.
- e. The next board meeting will set a budget for 2009/14 that will allow for this and other necessary capital expenditure as well as revenue expenditure and our need for reserves which is likely to result in an increase in rental charge.
- f. In 2008 we had an open day in April where amongst other things a number of films by groups at Community Base were shown, 70 people attended our fifth annual refugee week meeting in June and 15 people attended a working lunch in July about unions in the voluntary sector.
- g. Between January and September 2008 our website had 43,517 visits, volunteer search 27,797 hits and venue search 21,636 hits.
- h. Our Green Champion 2008 project will be wound up by the end of the year.
- i. Our annual guide to local services was distributed widely and translated into 12 languages other than English and 10,000 postcards promoting service search and volunteer search were distributed.
- j. A revamped *Community Base news* is being distributed from our reception and posted to local groups.
- k. Colin reported that the board were considering expanding the membership of Community Base to include community and voluntary groups using Community Base as a postal address or regularly hiring our conference room in order to allow a better representation of local community groups without staff in our membership and help reduce confusion between the different roles of licencees, participant groups and members. The board had asked Colin to raise this matter at the annual general meeting to seek current members' views and Colin asked for members' views on this matter.
- l. Colin reported that the board had consulted participant groups on a new policy on partnership working and agreed an amended version after the consultation. The board had created the policy on partnership working

to ensure that Community Base maintained its identity as a home for community and voluntary groups rather than a home for cross-sector partnerships and quangos 'hosted' by participant groups and to ensure that the board decided what projects and groups moved into Community Base.

- m. Colin reported that there was an ongoing dispute between Community Base and Brighton and Hove Community and Voluntary Sector Forum (CVSF) concerning CVSF's decision to host Brighton and Hove ChangeUp Consortium, a cross-sector partnership and 'LINK', an organisation established by Act of Parliament, at Community Base. Colin said Community Base was trying to ensure the dispute was resolved as amicably as possible in line with the principles that Community Base remains a home for the community and voluntary groups rather than other organisations and that groups cannot move into Community Base without the permission of the Community Base board of trustees.
- n. Colin reported that he was working with others to try to increase the availability of accommodation for the local community and voluntary sector which there was a great need for.

Annette (Community Base building manager) reported that Community Base's electricity use had gone down by 14% between 2005 and 2007.

Deborah (Community Base receptionist/administrator) reported that there had been 2,842 enquiries at reception in 2007 other than visitors to groups, a 64% increase on 2006. 27% of these enquiries were about volunteering.

### **9 Discussion of Community Base activities**

Paul (WTP) asked how the board had implemented the findings of the 2007 review. Paul said that Community Base was increasingly providing services in the community and asked why it had not joined Brighton and Hove ChangeUp Consortium. Colin (Community Base director) said that Community Base did not want to have its independence and charitable activities restricted by joining this consortium. Duncan (CVSF) pointed out that ChangeUp nationally had given a grant towards Community Base lighting.

Emily (CVSF) asked why CVSF was not allowed to host LINK in its office as LINK was a part of CVSF. Emily was concerned that LINK had not been allowed to operate from Community Base because it received statutory funding and asked whether licencees could use statutory funding to pay rent at Community Base. Emily thought Community Base was acting in an arbitrary way and said it was personally painful for her as the manager of LINK to be treated differently to other CVSF employees.

Liz (Assert) said LINKs were established by an Act of Parliament and it was the law that they be set up by every council. Sally (CVSF) said CVSF was not seeking extra space to run LINK and that other groups at Community Base ran statutory services and this should not be a bar to being at Community Base. Sally suggested mediation between CVSF and Community Base to resolve the dispute over LINK. Sylvia (chair) said the board would consider this at its next meeting.

Debbie (CVSF) said she supported Emily and thought there was no reason why LINK could not operate from Community Base. Colin (Community Base director) said lots of groups wanted to move into Community Base and asked who would consider their needs if members voted at AGMs in their own interests.

Emily (CVSF) suggested that before Community Base provide services it should consult with groups licencing space in the building. Paul (WTP) said there was a culture of fear at Community Base. Sally (CVSF) said the fact that a secret ballot had had to be called showed that people were scared to express their opinions.

Colin (Community Base director) said he did not believe this negative view was held by most people and said the evidence, for instance the responses to our annual questionnaires, showed a high degree of satisfaction with Community Base. Debbie (CVSF) said that when she worked at Community Base she did not fill in the annual questionnaire because she knew the director would read it. Liz (Assert) said everyone was entitled to their opinion but she thought Community Base was great.

Sally (CVSF) said people were too scared to attend general meetings. Ros (trustee and Amaze) disagreed and said her impression was that people were generally happy at Community Base. Emily (CVSF) suggested general meetings be held earlier in the day to allow people with childcare responsibilities to attend.

Paul (NHS Support Federation and trustee) said the issue of when a project set up by a licencee had its own distinct identity was a matter of judgement and the board took these matters seriously. Paul said the board was keen to resolve all disputes amicably and would keep trying to come to a resolution of the dispute with CVSF.

Sylvia (chair) thanked everyone for their contributions and said the first meeting of the newly elected board would discuss and respond to all the issues raised at the meeting.