

Association of Jersey Charities

Minutes of the 48<sup>th</sup> Annual General Meeting held at:

The Royal Yacht, St Helier,

Thursday 26<sup>th</sup> September 2019

No:	Item:	Initials:
	<p><b>Present:</b></p> <p><b>Committee:</b></p> <p>Liz Le Poidevin - Chairman Marie du Feu - Treasurer Ivo Le Maistre-Smith – Deputy Chairman Lynsey Mallinson – Publicity Officer</p> <p><b>In Attendance:</b></p> <p>Lyn Wilton - Administrative Officer Charlotte Brambilla – Grants Officer Jill Ryan – Operations Officer</p> <p>The Membership</p> <p><b>Apologies:</b></p> <p>Simon Larbalestier - Honorary Secretary</p>	<p>ELP MdF ILM LM</p> <p>LW CB JR</p>
1.	<b>Welcome and apologies</b>	
	<p>The Chairman welcomed the Members to the meeting and let the Meeting know that the sequence of the Business of the Meeting had been changed to allow for open discussion at the end, with all other formal business of the Meeting being undertaken first.</p>	
2.	<b>To receive the annual report from the Chairman</b>	
	<p>The Chairman read the report to Members present (see attached copy).</p>	

3.	<b>To approve the minutes of the 47<sup>th</sup> Annual General Meeting held on 12<sup>th</sup> July 2018 and General Meeting held on 7 November 2018.</b>	
	<p>The minutes of the 47<sup>th</sup> Annual General Meeting were proposed and approved by the Members present unanimously.</p> <p>The minutes of the General Meeting held on 7 November 2018 were proposed and approved by the Members present unanimously.</p>	
4.	<p><b>To consider amendments to the Constitution</b></p> <p>The Members were taken through the changes (the “Amendments”) made to the Association’s Constitution (the “Revised Constitution”) circulated to Members in advance of the Meeting and summarised in the Notice and Explanatory Note sent to all Members in advance of the Meeting (see attached copies).</p> <p>Members were reminded that the Constitution’s changes were being made to facilitate registration of the Association with the Jersey Charities Commissioner and that the final approved revised Constitution needed to be submitted to the Royal Court for its approval once the Jersey Charities Commissioner had approved the same.</p> <p>A vote was taken on the adoption of the Revised Constitution and the Amendments made within it and both were unanimously approved by the Members present.</p> <p>A vote was taken to authorise the Committee to make such further necessary amendments to the Constitution to enable the Association to be approved as a registered charity by the Charity Commissioner, subject to the Committee advising Members in advance of the terms of such amendments. All Members present unanimously approved the proposition.</p> <p>A vote was taken to authorise the Committee to submit the final revised Constitution to the Royal Court for its approval and was unanimously approved by all Members present.</p>	
5.	<p><b>Extend term of Chairman for a further year</b></p> <p>The Meeting was advised that the Chairman’s term of office under the Constitution had expired, and in order for her to be able to remain in office during this time of significant transition Members needed to approve the extension of her term. A vote was taken to permit the extension of the term of the Chairman’s office by up to one year. All Members present unanimously approved the proposition.</p>	
6.		

	<p><b>To receive the annual report from the Treasurer and presentation of the audited accounts for the year ended 31<sup>st</sup> March 2019</b></p>	
	<p>A copy of the audited financial statements had been made available to Members via the website prior to the meeting since June 2019. The Treasurer presented the financial highlights report, a copy of which is attached to and forms part of these minutes.</p> <p>Following a question from a Member, the Treasurer confirmed that no applicants had been received to-date by the Committee for a grant from the Non-member Fund. It was noted that the previous restriction over £125,000 of Lottery funds held by the Association for non-Members had been removed by Government, thereby releasing these funds into the Association's general funds.</p> <p>Adoption of the financial statements was proposed and approved by Members present unanimously.</p> <p>Edward Trevor proposed a vote of thanks to Marie du Feu as she had been excellent treasurer. The Meeting thanked her.</p>	
<b>7.</b>	<p><b>To reappoint the auditors, Bracken Rothwell</b></p>	
	<p>The re-appointment of the present auditors was proposed and approved by Members present unanimously.</p>	
<b>8.</b>	<p><b>Election of Officers:</b></p>	
	<p>The Chairman advised the Meeting that Lynsey Mallinson had resigned as Communications Officer and Peter Bourne had resigned as Officer. She advised the Meeting that Marie du Feu was stepping down as Treasurer and Simon Larbalestier stepping down as Honorary Secretary. She informed the Meeting that following the recent advertisement, the Committee wished to nominate two new individuals to take up the Treasurer and Honorary Secretary positions.</p> <p>The Committee nominated the following persons for the posts below:</p> <ul style="list-style-type: none"> <li>a) Liz Le Poidevin, for the position of Chairman</li> <li>b) Ivo Le Maistre Smith for the position of Deputy Chairman</li> <li>e) Nichola Aldridge for the position of Honorary Secretary</li> <li>f) Kirsty McGregor for the position of Treasurer</li> <li>c) Marie du Feu as an additional officer</li> <li>d) Simon Larbalestier as an additional officer</li> </ul>	

	<p>No nomination had been received from the Members for an individual to be a Committee Officer.</p> <p>A vote was taken on the above nominations and each was unanimously approved by the Members present. The Chairman thanked again all the Officers for their generous time and commitment, and particularly Marie du Feu for her time as Treasurer and Lynsey Mallinson for her time as Communications Officer. The Meeting thanked them all.</p>	
9.	<p><b>To Expel three members for non-payment of subscription</b></p>	
	<ol style="list-style-type: none"> <li>1. NCT (formerly National Childbirth Trust, Jersey Branch) to be expelled for non-payment for two years. There were no comments from the floor.</li> <li>2. Jersey Anti Bullying in Schools to be expelled for non-payment for two years. There were no comments from the floor.</li> <li>3. Jersey Coders to be expelled for non-payment for two years. There were no comments from the floor.</li> </ol> <p>A vote was taken on the above expulsions for non-payment of subscription and each was unanimously approved by the Members present.</p>	
10.	<p><b>Open Discussion following Outcome of Channel Island Lottery tender bid re Future Direction of the Association:</b></p>	
	<p>The Committee took questions from Members concerning the failure of the Association to win the tender to distribute future Lottery profits.</p> <p>The Committee summarised the feedback they had received from Government. The Committee explained that it had been made plain to them before the tender process commenced that the Association's bid would fail if it applied as a members' association. This was due to certain perceived conflicts of interest existing within the organisation: where members appoint the same individuals who then decide on grants from which members can benefit. The Chairman explained that to deal with this issue the Committee had looked at an alternative structure for its bid. In doing so it had looked outside to bring in other parties, and had had collaborative talks with Jersey Sport, Arts and Heritage representatives (in line with the Government's proposed sector split for future Lottery profits). The Association's bid proposed to establish a new local body with a fully independent board and with grant panels made up of representatives from the different sectors. The main problem with the bid was that the new body did not exist. Grantscape was preferred by Government as it already existed and had a strong track record in successfully distributing public funds in the form of community grants. Government officials felt its tender had looked more professional and had offered a lower operational cost than was included in the</p>	

Association's bid. This had been prepared on a conservative basis. The real difficulty lay, however, in the States' ability to appoint a non-existent entity.

The Members expressed some concerns as to the due diligence undertaken by Government of Grantscape and its grants' programme. The Members also wished to have more clarity on what the perceived conflicts of interests were and why Government and States officials were so concerned by them.

The Members were generally very supportive of the grants programme the Association had run over the past years and noted the Association had offered the States excellent value for money as it had been done on a no cost basis previously.

One Member requested to see the tender bid submitted on behalf of the Association and any written feedback given to the Association by Government. The Committee advised the Member that Government had given no written feedback, only verbal feedback, and that they would see if they were able to release the bid to Members as there had been a confidentiality provision in the Invitation to Tender.

Members also wished to understand who had formed the panel for the Lottery profits tender. The Committee explained the tender timetable and process set by Government and identified the individuals who formed the panel.

The Meeting then discussed the impact of the Ministers' shock rejection of Government's proposal of Grantscape, as the new distributor of future Lottery profits, and the resulting proposal that a new local body be set up solely for that purpose. It was explained that 3 local businessmen with significant expertise and influence in the sector had made this proposal, which was currently under discussion, but that no progress appeared to have been made to-date.

The Chairman advised the Meeting that in consequence of these events the Association was now caught in the middle as until a new body was set up it remained the only body capable of distributing the Lottery funds. Government had recently sought the Association's agreement to distribute £1m of the 2018 Lottery profits. A proposition to that effect had been lodged with the States Assembly for its November sitting. The Chairman told the Meeting that the full amount of the 2018 Lottery profits was £2.1m and it was unclear why the full amount was not being made available. The Chairman expressed some concern to Members with regards this position as, if approved, the £1m from Lottery funds would not see the Association through a typical year's funding needs. The Chairman advised the Meeting that a meeting with the relevant States representatives had been sought to discuss this issue further.

There was some discussion at the Meeting as to whether the Association should get involved and assist the 3 individuals with the establishment of the new lottery body or if the Association should simply go ahead and set up a version of the new body it had proposed in its bid and offer it to Government as the new lottery distributor. The Meeting was undecided, and it was agreed a further meeting should be called of the Members to discuss it further once the

	<p>Committee had met with the relevant States representatives to discuss the tender and the proposed £1m distribution of the 2018 Lottery profits.</p>	
<b>11.</b>	<b>Grants</b>	
	<p>Treasurer read to the Meeting a Note on the Future of the AJC's Grants Programme, a Note on the AJC's Future Grants Policies and spoke to the Slide Presentation, '3 Possible Scenarios for the AJC Grants Programme' (each attached to the Minutes).</p> <p>The Meeting discussed the options presented by the Treasurer, the financial position of the Association and the likelihood of the Association being granted the full amount or only £1m of the 2018 Lottery profits, due to be debated by the States Assembly on 8 November.</p> <p>One Member wished to clarify whether future Jersey Lottery profits are to go to Jersey charities only, as the wording had recently been changed to 'good causes'. There was some discussion as to what 'good causes' included. The Treasurer advised that her understanding was it included registered charities and voluntary organisations on the Island.</p> <p>Certain Members queried why charities should seek to register with the Jersey Charities Commissioner if public funds were to be made available more widely. It was recognised there were still certain tax and other benefits in doing so.</p> <p>One Member queried whether it was better to distribute all the Association's reserves as quickly as possible to enable the Association to move forward more quickly with its other activities and thereby avoid any further conflict of interest issues. Other Members did not agree with the proposal and the Treasurer advised the Meeting that the conflicts issues related to distribution of public funds, such as Lottery profits, and not with the Association's own privately funded reserves.</p> <p>The Treasurer then proposed a vote on each of the options set out in her Note on Future Grants Policies and in her Slide Presentation.</p> <p>A vote was proposed to keep the current Grants Programme unchanged and as currently constituted and was unanimously rejected by the Members present.</p> <p>A vote was proposed to reduce the maximum grant available to a Member in a single financial year to £30,000 and was unanimously approved by the Members present.</p> <p>A vote was proposed to accumulate the Association's reserves until such time as all Lottery funds had been utilised and was approved by the Members present with one Member voting against.</p> <p>A vote was proposed to authorise the Committee to negotiate with the States to get the full £2.1m of the 2018 Lottery profits and was unanimously approved by all Members present.</p>	

<b>12.</b>	<b>Infrastructure – Services of the Association</b>	
	<p>The Deputy Chairman opened a discussion with Members concerning his paper, ‘Improving Infrastructure Support for Voluntary, Community and Social Enterprise Groups’, previously circulated to Members in advance of the Meeting. He also spoke to the Slide Presentation shown at the Meeting, which set out the infrastructure aspects currently undertaken by the Association and what other infrastructure services are required by the Third Sector. (copies attached)</p> <p>He reminded the Meeting of the wider purposes of the Association and its original primary intention being to support local charitable organisations. Grants had been a secondary purpose originally before the Lottery profits had been made available to the Association and the Deputy Chairman felt it had distracted the Association from its other purposes to some extent. He explained to the Meeting that an infrastructure organisation, such as is proposed in his paper, is intended to benefit the whole Third Sector. The Third Sector includes bodies who are not charities and includes organisations, who are not purely the Association’s Members.</p> <p>The Deputy Chairman explained to the Meeting that the Association, due to its perceived conflicts of interest issues was not a suitable body to operate as the new infrastructure body. Its charitable status also posed difficulties as it was restricted from benefitting non-charitable organisations. He explained that the VCS Working Group set up by Government believed that a new body needed to be set up to operate as the infrastructure organisation. This was to ensure its independence. Over time he felt it was inevitable that the Association would have a significantly reduced role in the Sector: its grants and infrastructure activities being undertaken by other bodies.</p> <p>It was the recommendation of the Deputy Chairman that the Association should use its current expertise and accumulated reserves to lead on this new infrastructure project and that it should form a steering group to take it forward.</p> <p>The Meeting generally discussed the Deputy Chairman’s paper and proposals. The Members concluded they were broadly in agreement with them, but that they needed more time and information before they were ready to make a formal decision.</p>	
<b>13.</b>	<b>AOB</b>	
	<p>Members were requested to sign up to lists on the table near the Exit if they were interested in joining any of the proposed Focus Groups. Members were also invited to write their opinions and hand them in or email them to the Administrator as the Committee welcomed their opinions and felt they were of significant important and assistance in helping steer the Association forward in the future.</p>	

	<p>Members agreed it would be a good idea to have a meeting before the next AGM to determine the agreed strategy of the Association and the responsibility of who delivers it going forward.</p> <p>Certain Members called for organisations who are Members to advocate on behalf of the Association and its future role with Government and States Representatives and to give their views as to how Lottery profits should be distributed going forward. The Meeting generally approved this suggestion, but no formal vote was taken.</p>	
<b>14.</b>	<b>Date of next AGM</b>	
	The next AGM is to be advised.	
	<p>The AGM itself closed by 8:20pm.</p> <p>These presentations were followed by networking and a buffet from about 8:20pm.</p>	
	<p>Signed Elizabeth Le Poidevin.....</p> <p>Dated.....</p>	