DRAFT
FRIENDS OF GREENHILL LIBRARY
SPECIAL GENERAL MEETING
15 May 2019

Present: Tony Bell, Chris Brown, Richard Brown, Laurence Coates, Liz Coates, Wendy Crookes, Vera Dyer, Ann Hartley, Dot Lockyer, Kerry Moon, Cynthia Russell, Roger Stevenson, Shelley Walsh, David Wildgoose.
For item 3- Gill Coghlan, Patrick Coghlan, Sheila Fuller.

Apologies: Mick Black, John Child, Janet Crowther, Margaret & Mike Davis, Lesley Fox, Chris Morgan, Pat & Tony Parker, Linda Stevenson, Linda Whitehead, Chris Whitehouse.

1. Welcome, introduction and apologies
Chris Brown welcomed members and outlined the purpose of the meeting. Laurence Coates gave the apologies to date.

2. Resolution Proposing Amendments to the Constitution.
Laurence Coates introduced the resolution. On advice we had sensibly adopted a model Charitable Incorporated Organisation constitution. Having experienced some drawbacks, the Board now recommended the amendments in the resolution sent out to all members in the Notice of this SGM with explanatory notes:

This Special General Meeting, held on 15th May 2019, agrees to amend the Friends of Greenhill Library constitution as follows:
i) by deleting "('Association' Model Constitution)" from the title;
ii) by deleting from section 2 "The CIO must have a principal office in England or Wales.";
iii) by correcting the numbering of the sections throughout (N. B. All subsequent references are to the corrected numbers);
iv) by deleting from section 11 (3) (a) on page 10 ", and to any charity trustee of the CIO who is not a member";
v) by deleting from section 11 (3) (c) (v) on page 10 "details of persons standing for election or re-election as trustee,";
vi) by adding as section 11 (3) (c) (vi) on page 10 "include, with the notice for the AGM, an invitation to members to nominate persons for election or re-election as trustees, including for Chair, Vice-Chair, Treasurer and Secretary (the officers), if vacancies are expected. Each nomination should be seconded by another member and signed by the nominee to indicate willingness to stand. Nominations should reach the Secretary at least 2 days before the AGM. In emergencies, nominations may be made at the AGM.";
vii) by replacing in section 13 (1) (b) on page 15 "one-third of the elected charity trustees shall retire from office. If the number of elected charity trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only charity trustee, he or she shall retire;" with "members shall elect trustees, including specific officers (see section 11 (3) (c) (vi)), from persons nominated, if there are vacancies;";
viii) by deleting section 13 (1) (c) and (d);
ix) by adding as section 13 (1) (c) "The standard term of office for elected trustees shall be until the AGM three years later, but elections for a shorter period for special reasons may be made;";
x) by re-numbering section 13 (1) (e) as 13 (1) (d);
xi) by deleting section 13 (1) (f);

xii) by adding as section 13 (1) (e) "A person appointed as in (d) shall retire at the AGM following the date of appointment.";

xiii) by replacing "Nominated" in the heading of section 13 (2) (b) on page 15 with "Appointed";

xiv) by adding to section 13 (2) (a) "subject to the limit set in 12 (3).";

xv) by replacing in section 13 (2) (c) on page 16 "Each appointment must be for a term of three years." with "If the members at the AGM have not elected anyone to fill an officer vacancy, the elected trustees may appoint one of themselves, or one of the two additional trustees they may appoint, to the post until the next AGM.";

xvi) by replacing in section 13 (2) (e) on page 16 "be a member of the appointing body" with "have been a member of the charity.";

xvii) by deleting in section 16 on page 17 "Any person who retires as a charity trustee by rotation or by giving notice to the CIO is eligible for reappointment. A charity trustee who has served for three consecutive terms may not be reappointed for a fourth consecutive term but may be reappointed after an interval of at least two years" and replacing it with "A trustee may serve for nine consecutive years, i.e. the equivalent of three standard terms; after that they may not be re-elected or reappointed until at least two years have elapsed.";

xviii) by replacing in section 22 (3) (b) (iii) on page 20 "or postal vote in accordance with the CIO's powers under clause 10 (Members' decisions), 19(4) (Decisions taken by resolution in writing), or clause 11(10) (postal voting)" with ", postal vote, email or other electronic means."

Laurence explained the main changes proposed:
- defining the standard term of office for trustees as 3 years with the maximum consecutive service as 9 years, and
- the removal of the requirement for one third of the Board to stand down at each AGM.

He proposed the resolution, which was seconded by Chris Brown.

Vera Dyer suggested 6 years should be the maximum consecutive service for trustees in order to encourage new members to join the Board. There was an extensive discussion on the issue in relation to continuity in role, not losing expertise, avoiding stagnation by people stopping too long and allowing for exceptional circumstances. Eventually a consensus emerged. Whilst a maximum of 9 consecutive years was acceptable for the few trustees willing to serve that long, the Board should consider not allowing individuals to stay in the same officer role for more than 4 or 5 years and should engage in succession planning; they should also consider how to deal with exceptional circumstances. Laurence agreed to bring the matter to the next AGM.

The resolution was put to the vote and was passed with 13 in favour, none against and 1 abstention.

3. Ten-Year Development Plan.
Chris Brown used overheads to introduce the Board's new plan; the summary was available at the meeting and had been available to members with the full plan on-line. He showed the 5 Strategic Objectives and gave examples of Actions planned and Indicators of Success in relation to the Objectives of providing a high-quality library service and of growing our reach into the community and promoting new activities. Later he went into detail about the

Lowedges Outreach Project. Finally, he showed forecast income and the latest building development plans with the progress being made.

Discussion mainly centred on the Lowedges Project with Patrick Coghlan describing plans for a part time worker with volunteers to run a small branch library in the Community Centre; this would mainly serve the centre and west of Lowedges, the east looking more to Jordanthorpe Library. To encourage visits to Greenhill Library more lobbying for a crossing on the main road was desirable; Shelley Walsh is to pursue this with the local councillors. Clive Opie's sterling work with Lowedges Academy was acknowledged.

We were keen building developments should minimise disruption to the library service. Tony Bell asked about the effect on Woodseats library of their extended closure. Patrick said we had noticed a small effect on our book issues from their closure and re-opening, but we had recovered from the dip after the re-opening. Cynthia Russell asked about Project Management for the building work planned. Laurence said the architects envisaged they and the builders would include that in their brief.

In general, the plan was welcomed and it was felt good progress was being made.

LNC/SGM May 2019 minutes