

Minutes of the Annual General Meeting of Members
Thursday 28th October 2010
Christ Church, Boundary Road, Newark

1. Members Present

1a. There were a total of 36 members present

2. Chairman's welcome and introduction

2a Mr Geoff Morgan welcomed everyone to the meeting and gave a brief outline of aims and objectives of the meeting

3. Apologies.

3a Apologies were received in advance from Mr John Dodd, Mr and Mrs Alan Coppin, Ms Carolyn Drury, Ms Chantelle Thornley, Mrs Christine Ryan, Ms Jean Baliol-Key, Mr and Mrs Brian Temperley, Ms Yvonne Cockayne, Mr Phil Hawyeyes, Mrs Melanie Cooper, Mrs Rachel Repper, Mr and Mrs Jonathan Ford, Mrs Ann Addison, Mr and Mrs Mike Follen, Mr Chris Lebeter, Mr and Mrs Stuart Barber, Ms Jill Morris, Mrs Val McPherson, Ms Pat Statham, Mrs Connie Rogers, Mr David Driscoll and Ms Karen Peck.

4. Minutes of Annual General Meeting of Members held Wednesday 4th November 2009

4a. The minutes of the above meeting were circulated to all members in advance of this meeting and were signed by Mr Geoff Morgan as a true and accurate record. The signed copy is retained on file

5. Matters Arising

5a. There were no matters arising from the minutes.

6. Annual Report from The Chairman. Mr Geoff Morgan

6a. A copy of the Chairman's report was sent to all members in advance of the meeting and a copy is held on file. Geoff presented a brief resume of the report and confirmed that since submitting the report the Company Limited By Guarantee (GLG) has been confirmed by Companies House and that The Southwell Diocese has accepted our plans for the future of the theatre. We are now awaiting a final decision from Nottinghamshire County Council (NCC). All future updates will be provided to members via the newsletter.

7. Feedback and questions arising from the Chairman's report

7a. Geoff invited any questions or feedback on the report from the members present of which there were none

8. Annual report and accounts from the Treasurer, Mr Clive Harmston

8a. A copy of the end of year accounts and report were sent to all members in advance of the meeting and a signed copy is retained on file. Clive gave a brief overview of the income and expenditure over the year. Clive then recorded a vote of thanks to Ms Margo Anderson for 7 years of running the 200 club.

9. Feedback and questions arising from the Treasurer's report

9a Clive invited questions or feedback on his report from the members present of which there were none.

10. Open Forum and All Other Business

10a The Chairman invited members present to ask questions or offer feedback on all topics covered in the meeting and on the theatre company in general.

10b Mrs Margaret Marshall pointed out that there are 4 Honorary Members in the current RHTC and asked if these would continue in the newly formed CLG. Geoff Morgan confirmed that this would be the case.

10c Mr Paul McPherson asked if the directors of the CLG had any financial liabilities. Mr Geoff Morgan

confirmed that each director had a nominal liability of £1. Geoff also pointed out to the meeting that directors could not receive any financial remuneration for their position other than legitimate expenses.

10d Mr Keith Wilson suggested that our net profits on shows will significantly increase once we have the theatre back and are no longer hiring rehearsal and performance venues. Mr Geoff Morgan added that although true that hirings will be reduced we will then have other expenditure such as electricity, insurance and other utilities.

10e Mr Paul McPherson asked if we were allowed to have paid members of a CLG. Mr Geoff Morgan confirmed that this was possible under the terms of the registration.

10f Mr David Baliol-Key thought that many members might not be aware of the status of the land and buildings. Mr Geoff Morgan explained that the RHTC Trust formally hold the freehold to the buildings and land. However, a covenant held by The Southwell Diocese offers them the right to buy the land and buildings at market value should the theatre cease to exist with any outstanding monies being transferred to the Wolfit Endowment Fund. As the NCC are current trustees they will have to relinquish the trusteeship and hand it over to the CLG. Mr Andrew Fearn who is acting as our legal representative wished to point out that the transition of the trust to the CLG from NCC and the involvement of the Charities Commission can be a lengthy process. Mr Mike Dobbs asked what would happen to any outstanding monies held by NCC when the trust is wound up. Geoff explained that the trust is not being wound up but transferred to the CLG. However with regards to any monies held by NCC they will argue the outstanding debts of circa £90,000 from the building development and repairs and reparation following the oil tank leak. NCC will write off the debt but there will be no money forthcoming. Mike Dobbs asked and it was confirmed by Geoff Morgan that once the charity is registered we will be able to gift aid membership fees etc. Mike Dobbs also asked if we knew the value of the buildings, land and contents including the overspill car park. Clive Harmston as Treasurer said that for insurance purposes the assets are valued at £1m and for balance sheet purpose at C£350K

10g. Mr David Baliol-Key said how surprised and perturbed he was that at this late stage in negotiations NCC had decided to seal the theatre at a cost of >£700

11. Motion to Wind Up RHTC

11a Mr Geoff Morgan placed before the assembled membership the MOTION: To formally wind up the Robin Hood Theatre Company and transfer all assets, responsibilities and liabilities to the new Company Limited by Guarantee known as The Robin Hood Theatre Company Limited.

11b. The motion was formally proposed by Mr Mike Dobbs and seconded by Mr Keith Wilson.

Including postal and email votes and votes cast by the assembled membership the result was

In favour of the motion	52
Against the motion	0
Abstention	1

11c. The Chairman, Mr Geoff Morgan confirmed the motion carried and at 8.05pm officially wound up the Robin Hood Theatre Company, thanked all members for their attendance and continued support and formally closed the meeting.

Signed

Dated