

Minutes of the 69th MCG AGM -1st April 2023

Virtual and Cottage meeting

Members present and apologies:-

Present at the cottage:- Bill Chadwick, Charlotte Dawes, Alan Allchorn, Denise Knibbs, John Crowsley, Jason Kirby, Mark Edwards, Steve Porter, Russel Porter, Keith Knight, Linda Milne, Roy Kempston, Fiona Kempston (no vote), Joan Goddard, Tom Harrison, Steve Church, Bryan Pittman, Ben Cooper, Peat Bennett, Brian Snell, David Lossi (20 voting members)

David Cook arrived at 10.18 AM (21 voting members)

Signed record of those present – see APPENDIX 1

Present on Zoom:- Hayley Clark, Jackie Murch, Julie Hesketh, Michael Perryman, Nick Thorne, Wilf Harrison (6 voting members)

27 voting members in total up to 10.18 AM, 28 after 10.18 AM.

Apologies:

Tim Francis, Mike Moxon, Charlie Allison, Rob Davis, Doug Harris

Minutes for the AGM of MCG as Charity 270088

Note: Outer level minute item numbers match the Agenda item numbers.

1. Welcome, appointment of Chair – Brian Snell.

2. Record of those present, indicating physical or virtual presence, as well as those sending their apologies – as above.

3. Proposal: “That any routine AGM business be conducted at the ‘2023 MCG as CIO 1197325 AGM’.”

For – 25

Against – 0

Abstentions- 2

4. Proposal: “That the trustees with the roles of Secretary, Treasurer, Librarian/Recorder, Caving Secretary, Social Secretary, Editor, Cottage Warden and Tackle Master that are elected as trustees of the CIO at the CIO AGM *also* be elected as committee members of the MCG as charity 270088.”

A list of those standing as trustees of the CIO will be found in the CIO AGM agenda.

The meeting amended the wording of the proposal to omit the word *also*. This was to cover Ben Cooper’s concern that the CIO trustees may remain in place for three years, so not be newly elected. Charity 270088 committee members do however need electing every year.

For – 25

Against – 0

Abstentions- 2

Note: In the 2022 AGM we resolved to authorise the committee to close the old charity once the transfer of assets to the new charity is completed. **ONGOING** (See Ben Cooper’s Investment report)

Minutes for the AGM of MCG as Charity 270088 end.

Minutes for the AGM of MCG as CIO 1197325

1. Welcome, appointment of Chair – Brian Snell.

2. Record of those present, indicating physical or virtual presence, as well as those sending their apologies. see APPENDIX 1 and the list at the start of these minutes.

3. Short review of the 2022 AGM minutes (covering both charities) and any actions therein.

Item numbers here are from the 2022 AGM minutes.

66.2 Tom to deal with this item in his Treasurers report

5.6 To be discussed in item 10 of today's agenda.

5.11 **ONGOING** Bill Chadwick Tom Harrison ACTION: Work together to achieve the Santander account closure. This cannot be finalised until full closure of Charity 270088.

9.8 Under 18's will be covered in item 9 of today's agenda.

6.b.2. **ACTION** Last year the accounts were filed under Charity 270088. This year they will be filed under CIO 1197325

6.d.1 **ONGOING** Carpark drainage. Jason Kirby. No progress to date. ACTION Jason asked for helpers to assist digging a French drain

6.d.2 **ONGOING**. Jason Kirby. Changing the front door. Now in progress the locking system will not require a key, just a fob. There will be a key pad on the wall by the door in case of power failure. The back up battery will keep the door locked for 3 days in the event of a power cut.

6.g **TOPIC CLOSED**. Nicola Pearce thanked for her work as Social Sec.

6.a.2 **ONGOING** Singing River Mine access arrangements have changed again with a goodwill fee to be left in a box on site. Refer to the CSCC website for full details. Please note that while typing up the minutes I checked the CSCC website and the current update on Singing River reads "Access is temporarily unavailable. The mine entrance is in the private garden of house that was recently purchased. The new owner requires access to be regulated. New arrangements are under discussion and details will be available here when finalised.

4. Proposal: that the Minutes of the 2022 AGM for both charities are a correct record.

For – 26

Against – 0

Abstentions- 2

Brian Snell passed on his thanks to Bill Chadwick for leading the Trustees through another year that was full of challenges.

5. Presentation of 2022/2023 officer's and trustee reports

Full reports can be found here: [Mendip Caving Group - Meeting Minutes](#)

Additional comments to those in the reports:

Treasurer

5.b.1 Expenditure is currently more than income (excluding investment income), which will not be sustainable long term

5.b.2 **ACTION** Tom is looking to save banking fees and is researching Starling Bank.

5.b.3 A £1 day fee would help as fewer members are staying overnight.

5.b.4 Russ Porter: It may be difficult to find a cheaper alternative to Calor as they own the gas tank.

5.b.55 Joan Goddard: Would a £1 day fee mean less donations.

Investment Manager

5.i.1 **ONGOING** Ben Cooper noted that there is a cash surplus from investment income being released to the club, and this should be re-invested. Post meeting clarification – some funds are already set to reinvest income.

5.i.2 **ONGOING** There is a delay in moving all the investment accounts to the CIO as there is still some documentation that needs completing for investment companies. It is taking time as letters for Ben are often sent to the cottage which means there can be a 2 to 4 week turn around.

Cottage Warden

5.d.1 **ACTION** Jason asks that members email him with requests for consumables that are running out at the cottage e.g., toilet rolls, paper towels and washing up liquid.

5.d.2 **ACTION** Tom Harrison: Please leave the outside bin near the front gate otherwise it may not be collected.

6. Election of trustees for 2023-2024

The CIO constitution provides for a maximum of twelve trustees. Many, but not all, of the trustees, are involved in the day-to-day running of the MCG. All the trustees will be invited to and may join, any meeting of the trustees. Those listed in the table below with a role of Custodian are not expected to take part in the day-to-day running of the MCG. Their expertise may be called upon by the other trustees when needed, or they may offer help if the other trustees experience particular difficulties. Practically, during 2022-2023, the Custodians have helped us achieve a quorum (more than half) for trustee meetings and helped with our decision making. According to the CIO constitution, one third of the trustees must resign annually but may stand for re-election. The trustee nominations for 2023/2024 are shown in the table below (The proposals and seconders for those not resigning are to cover election to charity 270088).

Role	Candidate	Resigned 2022-2023	Proposed By	Seconded By
Custodian	Brian Snell	No		
Custodian	Tim Francis	No		
Custodian	Jonathan Roberts	No		
Investment Administrator	Ben Cooper	No		
Secretary	Bill Chadwick	No	Jason Kirby	Jackie Murch
Treasurer	Tom Harrison	No	Bill Chadwick	Jonathan Roberts

Cottage Warden	Jason Kirby	No	Bill Chadwick	Mark Edwards
Caving Secretary	Mark Edwards	No	Jason Kirby	Bill Chadwick
Tackle Master	?	Yes		
Social Secretary	Jackie Murch	Yes	Bill Chadwick	Mark Edwards
Editor	Dan Mathews	Yes	Bill Chadwick	Mark Edwards
Librarian / Recorder	?	Yes		

6.a.1 Ben Cooper reminded the meeting that trustees can remain in office without re-election for up to 3 years. As most of the trustees were elected last year, the meeting only needed to vote on any new posts.

6.a.2 **Proposal:** Dan Matthews to take on the post of Editor, Jackie Murch to be re-elected as Social Secretary. The posts of Librarian / Recorder and Tackle Master are left vacant for now.

For – 25

Against – 0

Abstentions- 3

6.a.3 **ACTION** Bill Chadwick said that Matty Dredge may be happy to be co-opted Tackle Master once he has become a full member.

7. Election to other posts for 2023-2024

7.a.1 Conservation and Access Officer (represents MCG at CSCC and CCC Ltd meetings) – was Hayley Clark for 2022-2023, a new representative is required.

7.a.2 Tom Harrison kindly offered to take over the role Hayley.

7.a.3 **Proposal:** Tom Harrison takes on the role of CSCC Club rep (as well as currently being on the CSCC committee)

For – 25

Against – 0

Abstentions- 3

7.b.1 Rescue Warden – Not currently required by Mendip Cave Rescue but the need for the position is to be kept under review.

7.b.2 **ACTION** There was consensus that some sort of rescue practice organised by members would be useful to keep members aware of the difficult nature of rescue, and to help them be prepared if they are ever needed as volunteers.

7.b.3 **ACTION** John Crowsley offered to approach MCR to see if they would lend us a stretcher so we can organise our own practice.

8. Election of Account Examiners for 2023-2024 2022 examiners were Linda Milne and Peat Bennett. Linda has volunteered again for 23-24 but Peat has asked that someone else take on this once-a-year task.

8.b.1 Steve Porter kindly volunteered to take on the role from Peat

8.b.2 **Proposal:** Steve Porter is elected as Accounts Examiner

For – 25

Against – 0

Abstentions- 3

9. Proposed amendments to our constitution as a CIO

At the 2022 AGM the trustees were asked to produce a draft for a constitution that includes under 18 members (under 18's are currently excluded). A copy of the draft was provided for review in advance of the AGM. During the meeting we made some minor corrections to the that draft (particularly to do with the use of plurals at 9 (1) (b)). The constitution as revised at the AGM, will be found here

https://www.mendipcavinggroup.org.uk/app/download/9983627/MCG_CIO_Constitution_01_Apr_2023.pdf

9.1 John Crowsley pointed out that Junior Members will be covered by BCA insurance at no cost if they are club members

9.2 Ben Cooper pointed out that we could vote to accept the proposal now, and change it at the next AGM if needed.

9.3 Roy Kempston asked what the Committee feeling was about Junior Membership. Bill said the feeling was positive.

9.4. Ben Cooper pointed out that the consent form we use may need revision [Mendip Caving Group Consent Form](#) (This can be found in Safeguarding section of the Members Area on the website)

Proposal: That the MCG CIO Constitution is amended to introduce a new 'Junior' membership class for under 18s.

For 24

Against – 0

Abstentions - 4

Mark Edwards proposed that we amend the MCG CIO Constitution's trustee meeting quorum sentence in para 19 (3) (a) from

*The quorum is **more than** half of the total number of charity trustees, or such larger number as the charity trustees may decide from time to time.*

To

*The quorum is a **minimum of five** charity trustees, or such larger number as the charity trustees may decide from time to time.*

The background to this is that when preparing the CIO constitution, we did not envisage that we would routinely elect twelve trustees, rather eight or nine. Extra 'custodian' trustees were elected in our 2022 AGM, in part as signatories for investments. At that time, we did not expect them to be involved in the day-to-day management of the MCG. We have had some trouble getting seven trustees together at the same time for a virtual meeting during 2022. We had one meeting that was not quorate. Needing just five trustees would make it easier to form a quorate meeting. We had some discussion about this and instead recast the proposal as below. This will provide for a quorum of six trustees if twelve are elected.

Proposal: To change clause 19 (3) (a) of the CIO Constitution from

*The quorum is **more than** half of the total number of charity trustees, or such larger number as the charity trustees may decide from time to time.*

to

*The quorum is **at least** half of the total number of charity trustees, or such larger number as the charity trustees may decide from time to time.*

For - 23

Against – 0

Abstentions – 5

Note that proposing changes to the CIO constitution during an AGM, is permitted by the constitution.

10. Matters for discussion and a vote

No formal General Meeting motions were received by the secretary.

10.a We need to review our membership and bed night fees with regard to increased costs of fuel etc.

10.a.1 **Proposal:** Raise Full and Probationary membership fee from £35 to £40 from 2024

For – 27

Against – 0

Abstentions- 1

10.b.1 Proposal: Introduce a £1 day fee for those using any of the club facilities, but not staying, and possibly place a SUMUP machine near the front door to make payment easy.

For – 27

Against – 0

Abstentions- 1

ACTION will be for trustees to implement these proposals

11. Any Other Business – None

12. Award of the Knibbs trophy for 2023. – Becky Vials

13. Award of the Digging trophy for 2023. – Tim Francis

14. Suggestions for celebrating the 70th anniversary of MCG in 2024, or the 75th anniversary in 2029. The preferred plan for 2024 is a dinner at the AGM weekend, followed by a summertime party at the cottage.

15. Date of the next AGM: Saturday 6th April 2024, at Nordrach and on-line.

The meeting finished at 12.58

Minutes David Lossi, Bill Chadwick 11th April 2023

APPENDIX 1.

[illegible]