

# BUCKINGHAM CANAL SOCIETY

## AGM

1st February 2014



[www.buckinghamcanal.org.uk](http://www.buckinghamcanal.org.uk)

registered charity no. 10729241





# Thanks

**We are very grateful for the continued support of our patrons:**

Rt Hon John Bercow MP

Lord Boswell of Aynho

**Discussions with relevant organisations are ongoing to establish further partnerships both formal and informal. We have partnerships with the following:**

Buckinghamshire County Council (BCC)  
South Northants District Council  
Canal and River Trust  
IWA Corporate Member

Aylesbury Vale District Council (AVDC)  
Buckingham Town Council  
Environment Agency  
Waterways recovery Group

**Additionally, we have been recognised by the following:**

Cosgrove Parish Council  
Maids Moreton Parish Council  
Deanshanger Parish Council

Thornborough Parish Council  
Thornton Parish Meeting  
Foscote Parish Meeting



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**Buckingham Canal Society (BCS) are grateful to the continuing support of Pitney Bowes who have enabled us to print this document at no cost to the Society in order to ensure as much of the BCS funds as possible are put towards restoration.**

**We would also like to thank our corporate members for their continued support:**

Wyvern Shipping Co.



Nikon Optical UK. Ltd.



Taverners Boat Club



Braunston Marina



## A message from John Bercow

As one of the Patrons of the Buckingham Canal Society, I would like to take a moment to congratulate all of the members, supporters, trustees, volunteers and partners for the achievements of 2013. In the time I have been involved with the Society it has gone from aspirational plans for restoration to delivery of the Bourton Meadow section of canal as a very tangible project. A lot of hard work and time has been invested by the entire team and the public support at the re-opening event was wonderful to see.



As HRH Prince of Wales has said, our waterways are a national treasure and the work of the Society, alongside others around Britain, makes an important contribution to the longevity of that crucial part of our heritage. Although I am unable to attend the Society's AGM, I look forward to seeing further progress and hearing of the real benefits that the project is delivering to the people and environment along the Ouse Valley.

*John Bercow*

The RT Hon John Bercow, MP for Buckingham, Speaker of the House of Commons

## Thank you from Buckingham

The importance of the Society's restoration work has been fully recognised by the Buckingham Town Council. As a part of this, the canal now forms a part of the recommendations within the Buckingham Neighbourhood Development Plan. Through the tireless efforts of the volunteers, trustees, members and others, the canal is genuinely appreciated by all of the Councillors and many of the residents who have shown their support in various ways. Ongoing collaboration with BCS as part of the Town's Community Wildlife Projects is a very important element of the community.



On behalf of Buckingham, thank you for bringing the canal back to our town.

*Ruth Newell*

Cllr. Ruth Newell, Mayor of Buckingham

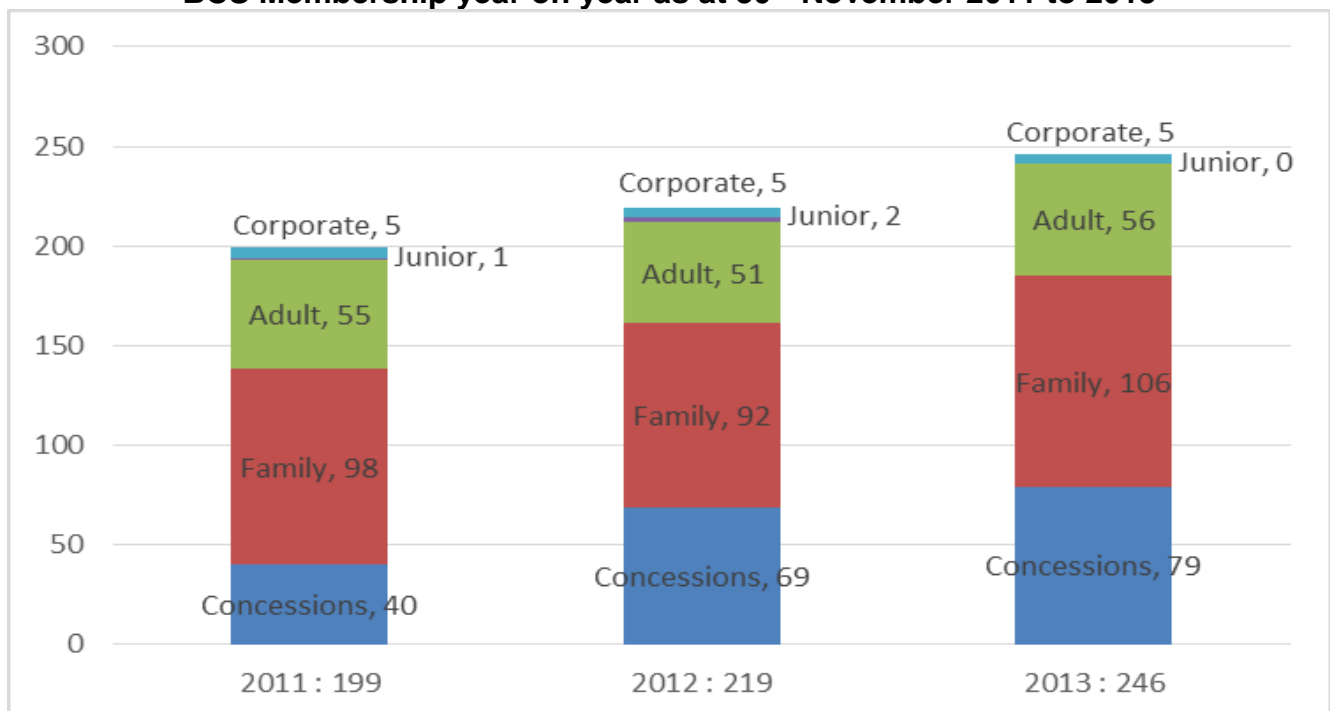
## Membership

Membership continues to be a primary metric that demonstrates support for the Society and is particularly used when applying for grants. It is through the growth of our membership that we have continued see successful outcomes of our grant applications.

As a result of the various events, and publicity, overall membership has risen by a further 12% this year representing a rise of over 23% to 246. This is from 219 in 2012 and 199 in 2011. The growth has been fairly equal over most categories of membership.

If you are not a member why not join today!?

**BCS Membership year on year as at 30<sup>th</sup> November 2011 to 2013**



**In addition we have over 250 followers on Facebook so why not .....**



[www.facebook.com/BuckinghamCanalSociety](http://www.facebook.com/BuckinghamCanalSociety)

## **22nd ANNUAL GENERAL MEETING**

**7.15 pm, Saturday 1<sup>st</sup> February 2014 at Community Centre, Cornwalls Meadow, Buckingham**

All interested parties are very welcome to attend, but only current members are entitled to vote. The **draft minutes of the last AGM** are in this document which is made available to all attendees of the meeting.

# **Agenda**

1. Chairman's introduction
2. To receive apologies for absence
3. To confirm the minutes of the AGM held on 26<sup>th</sup> January 2013 - page 6
4. Matters arising from the minutes
5. To receive a report from the Chairman – page 18
6. To receive a report from the Treasurer and presentation of the accounts for the year just ended – pages 22 to 29
7. To adopt the Accounts for the year ending 30<sup>th</sup> November 2013
8. To receive a report from the Work Party Project Management Group – page 30
9. To receive a report from the PR & Communications Group – page 33
10. To consider the Resolution on page 36 proposed by the trustees to:
  - a. Establish and register the Buckingham Canal Society as a Charitable Incorporated Organisation
  - b. Dissolve Buckingham Canal Society as an unincorporated charity
  - c. Adopt the revised constitution
  - d. Transfer all existing operations and assets to the new entity
11. Election of officers and members to serve on the Executive Committee from the conclusion of the Annual General Meeting, 1<sup>st</sup> February 2014, to the conclusion of the Annual General Meeting, 2015:
  - a. Election of Chairman
  - b. Election of Treasurer
  - c. Election of Secretary
  - d. Election of other Committee Members.
12. Subscription rates for the year to January 2015.
13. Members' questions (previously notified to the Chairman prior to the 18<sup>th</sup> January 2014)
14. Any other business.
15. Chairman's closing remarks

The evening will conclude with a presentation by the Trustees of the Society, who will give an illustrated talk entitled **Buckingham Canal: Building Tomorrow's Heritage**. The talk will encompass the Bourton Meadow Project and the Society's vision for the future.

# Agenda item 3

## Draft Minutes of the 21st Annual General Meeting, Saturday 26th January 2013, at Buckingham Community Centre

### Present:

**(Trustees)** Athina Beckett (Chairman), Helen Preston (Secretary), Terry Cavender, Pearl Lewis, Richard Lewis, Jim McIlroy, Bill Upton.

59 other members attended together with 11 guests including Cllrs Tim Mills and Howard Mordue, Bryan Weston-Thomas, Buckingham U3A, Mel Bignell, SNVB and Veronica Peat, Furze Down School. Total attendance: 70.

### 1. The Meeting opened at 7.30 pm with the **Chairman's Introduction:**

The chairman warmly welcomed members, including new members and guests, asking them to be sure to sign the attendance register and drawing attention to the emergency exits.

### 2. **Apologies for Absence:**

**Invited guests:** Lord Boswell of Aynho, RT Hon John Bercow MP, Andrea Leadsom MP, Iain Stewart MP, Cllr Sue Renshell, Cllr Sir Beville Stanier, Alex Matthews, Miriam Tedder, Tim Parkins, Emma Brooks, and Pamela Tonge.

**Members:** Vernon Draper (Treasurer), Lady Scott, Jane Caswell, James Clifton, Bernard Morton, Paul Roper, Anthony Smith, Philip Strangeways, Richard Waddy, Evita & Roy Cleverly, Tony & Dianne Collins, Chris Durham, Julie Featherstone, Joan & Les Shean, Pat Titmas, Marian & Geoff Wheeler, John Best

### 3. **Minutes of the 20<sup>th</sup> AGM held on 28<sup>th</sup> January 2012:**

**Proposal:** That the minutes of the AGM held on 28th January 2012 are a true record:

**Proposer:** Richard Lewis     **Seconder:** Mike Smith

The proposal was approved unanimously.

### 4. Matters Arising:

**There were no matters arising.**

### 5. Chairman's Report:

First of all I would like to welcome everyone to the 21st anniversary of the Buckingham Canal Society. We've made a few changes to the format of tonight's meeting, having taken on board feedback from last years' AGM. Some people commented that the report reading was somewhat longwinded so tonight as you have the full reports in front of you we will only be highlighting the most important aspects and ask you to read the whole of the report more thoroughly during or after the meeting.

There have been some really exciting developments that have taken place over the last year:

- In 2008 we received a grant from WREN to refurbish the lock at the Nature Reserve and last year we were able to install lock gates on the site
- We have obtained planning permission to re-water the first (or is it the last?) ¼-mile of the canal at Bourton Meadow
- Working together with Canal & River Trust we have adopted the canal and lock at Cosgrove

- We have received an award for our work restoring the old hedge alongside the towpath within the Nature Reserve at Hyde Lane
- We have launched a new website (Richard Lewis would welcome any feedback).
- We held an open day at Cosgrove in April which proved that there was local support for the restoration
- We organised two very successful walks, - one in March for Dunstable and District Boat Club, and one in September as part of the Heritage Open Days weekend which was led by Steve Miles and had more people attending than in previous years.

So a very busy year with a lot of new and exciting plans for this year.

There have been a few changes to BCS personnel since the last AGM.

- Helen Preston has decided to stand down from her role as Secretary after the AGM. Helen has been BCS Secretary since January 2008 and has been brilliant in this role, working tirelessly for the Society and will be much missed. But she will still continue helping BCS by giving talks to local groups, helping at work parties and promoting the Society in other ways. At this moment the secretary's position remains vacant, so until this position can be filled we are hoping that someone will come forward as a minutes secretary for committee meetings. If anyone is interested in the secretary or minutes secretary role please contact me.
- Bill Upton is also standing down from the committee following many years of service to the Society. Apart from myself Bill is the longest standing committee member. He became a work party volunteer in 1997, joined the committee in 1999 and served as secretary from 2001 to 2006. He also acted as Boat Rally administrator for about five years. Bill's engineering expertise will be sadly missed but we are grateful that he has offered to continue acting as a consultant to the society.
- Tony Dawe, committee member and work party volunteer, has also decided to stand down from the committee. Tony put a lot of input into BCS activities and his contribution was greatly appreciated.
- Pearl Lewis is also standing down from the committee but she will continue to provide support to BCS with her invaluable political experience.
- Geoff Wood and Anthony Smith-Roberts are seeking nomination to the committee at the AGM.
- Archivist Ros Woodford has stepped down from this post. Ros has run the archive for several years and was responsible for producing all the interesting articles and features from old letters in the archive that have appeared in Navigator. We thank Ros for all the hard work she has put into running the archive over the years. Jim McIlroy has taken over from Ros as our Archivist following stepping down from the post of Health and Safety Officer in which he made an important contribution.
- Len Barrows, who has maintained the BCS website for many years, is also retiring as website manager. Len was also a volunteer on work parties for many years so again warm thanks go to Len for all his help. Richard Lewis has taken on the role of website manager as well as being our Navigator editor.

I would also like to thank the committee, the various working groups, and all the others who are assisting us at present, particularly mentioning the work party volunteers, for all their hard work over the past year. This includes our membership secretary who is ready and willing to take subscriptions tonight from any non-members who may be here. As you will see from the rest of the reports, after 21 years BCS is really moving forward with its plans to refurbish, restore and re-water parts of the canal.

**Athina Beckett, Chairman**

## **6. Secretary's Report:**

This report, together with the other reports to be presented at the AGM, comprises the report of the trustees for the year ending 30<sup>th</sup> November 2012. The Buckingham Canal Society is registered as a Charity (Registration Number 1072924) with the objects, in summary, to promote the restoration of the Old Stratford and Buckingham Arms of the Grand Union Canal, to promote their fullest use and to promote the education of the public with regard to waterways in general and the Arms in particular.

2012 has been a full year for the Society with considerable progress being made both on the ground and behind the scenes.

### **Administration and Management:**

The Society is continuing to develop formal policies to enable it to function effectively as it grows and undertakes a wider range of activities. The Equal Opportunities Policy, first drawn up in 2000, has been updated. In April the essential Risk Management Policy was approved together with the Procedures to be adopted when evaluating risk. An Environment Policy, which states the environmental principles under which the Society operates, has been agreed. It includes: *Buckingham Canal Society aims to protect and enhance the natural environment and the wildlife habitats of the Buckingham and Old Stratford Arms of the Grand Union Canal as an integral part of its conservation and restoration activities.* The need for information and support for all our volunteers has been recognised in a new Volunteering Policy. Copies of all BCS policies are now available on the new website.

In order to streamline the management and delivery of the increasing range of activities involved in current projects Athina Beckett, Terry Cavender and Jonathan Brown (Equipment Manager) are working together on the new Work Party Project Management Group (see WPPMG Report) along with a small team of other members.

The committee has established a number of other working groups covering activities such as strategy, publicity, the Cosgrove Festival, and planning. The working groups have provided opportunities for a much wider range of volunteers to contribute to the Society's activities and the committee is very grateful for their enthusiasm and support. More volunteers are always welcome.

### **Partnerships:**

The Society has contributed submissions to Buckingham Town Council Neighbourhood Plan consultations during 2012. The scoping report for this consultation described BCS as; "a well-supported and active group that potentially bears considerable influence on the environmental situation in Buckingham". There has been a positive response and Buckingham is currently consulting residents on possibilities for future infrastructure development, one of which could be restoration of the Buckingham Canal into the town.

Aylesbury Vale District Council has given BCS permission to erect an interpretation board in the centre of Buckingham. Funding is now being sought for this. The Vale of Aylesbury Plan is taking shape and has a strong Environmental, Heritage and Green Infrastructure Policy to mitigate against adverse effects of future development. Buckingham Canal Society is well placed to contribute to the objectives of this policy.

BCS has continued to work with British Waterways with respect to the Cosgrove end of the canal. A successful public consultation event was held at Cosgrove in April, which provided evidence to BW that there is good local support for the Society's activities there. In April BW gave permission for the Buckingham Canal signpost at Cosgrove to be amended from "Disused" to "Under restoration" and in June BW confirmed its support for the re-watering project at Cosgrove. In July Canal & River Trust took over from BW and the partnership developed further.



Active discussions are being held with the Environment Agency about a range of topics in relation to the position of the canal within the Great Ouse Catchment area and possible funding opportunities.

Links are being established with the University of Buckingham and advice is being provided in a number of areas. Some students are undertaking assignments using BCS as a case study and others attended a work party and then made a short video about their experiences.

### **Planning:**

In February a planning application was submitted to AVDC to cover the re-watering and landscaping of the Bourton Meadow length of the canal. This was a complex and time-consuming task led by Terry Cavender which was rewarded in April when planning permission was granted. We are particularly grateful to the landowner, Nick Hawes and his family, of ATN Farms, for their support. Planning permission is now in place with various further paperwork and consents in hand.

### **Grant-funding (see also Treasurer's Report):**

Because the Bourton Meadow length requires lining it will be an expensive undertaking. A number of options for funding this project were considered. It was decided to approach the Community Chest for the seed funding that would enable the Society to make a substantial application to WREN (Landfill Communities Fund). The Community Chest is a grants scheme for community projects run jointly by Aylesbury Vale District Council and the Vale of Aylesbury Housing Trust. An application was submitted in July and we were pleased to hear in September that the Community Chest is willing to help us in this way. For more information about Community Chest grants available, please call the Grants Officer, Sarah Rothwell, on 01296 585634.

In August an application to WREN was submitted for a substantial part of the costs of the Bourton Meadow project. WREN is a not-for-profit business that awards grants to community, environmental and heritage projects across the UK from funds donated by FCC Environment as part of a voluntary environmental tax credit scheme, the Landfill Communities Fund. LCF is a voluntary scheme which enables landfill operators to contribute some of the tax raised on the disposal of waste in landfill to Environmental Bodies such as WREN.

.Considerable effort went into preparing both the Community Chest and WREN applications and care was taken to include as much evidence as possible; however more evidence of support was required by WREN. At short notice letters and emails of support were obtained from a variety of community leaders, organisations and individuals and the additional documentation submitted as required. The Society is grateful to everyone who supported us in this way. Shortly before Christmas we heard that, subject to certain conditions, WREN would award us a grant of up to £69,985. We are pleased to report that, after a lot of hard work over the Christmas period by Terry Cavender and Richard Lewis, these conditions have now been met and a contract was signed by WREN on 25<sup>th</sup> January ***and will be countersigned in the next few days by the Society.*** The Bourton Meadow project will now go ahead this year.

### **Projects: (See also WPPMG Report)**

Volunteers completed laying and replanting the old hedge at the Hyde Lane site in 2011. BCS has recently been awarded a CPRE Bucks MARK for this work. The Council for the Preservation of Rural England cited the Society's contribution to "Protecting and Enhancing the Buckinghamshire Countryside" when making the award. The plaque will be displayed near the new Hyde Lane information board.

## Publicity and Communications:

Evidence has been gathered of community support for restoration activities for supplying to grantors. The Register of Support, established in March 2011, currently contains 891 signatures of people who support the objectives of the Society. In July 600 fliers were circulated around the Linden Village area of Buckingham, followed by calls to as many houses as possible. More than 300 responses were received with more than 90% supporting the re-watering of the Bourton Meadow length of canal.

The new membership leaflet funded by a grant from the Buckinghamshire Community Foundation was printed in time for the Cosgrove Consultation event. The balance of this grant was used to fund a new information board at the Hyde Lane Nature Reserve, to reflect the lease now held by the Society, and to inform the public about the restoration and conservation activities currently being undertaken.

Richard Lewis, who leads the Publicity and Communications team, has now been editor of The Buckingham Navigator for more than a year. His colourful and varied editions have been welcomed by members. He would welcome feedback or items for inclusion. A new logo retaining the lift bridge theme has evolved from the earlier one, and is now being used widely on publicity material. A complete review has been undertaken of the website which was re-launched in December with a more contemporary feel together with additional material. Further work is ongoing to unify and freshen the style of all public communications.

Press coverage has been extensive, articles and photographs appearing in a wide range of publications: Towpath Talk, Towpath Telegraph, Buckingham & Winslow Advertiser, Cosgrove Old Mail, the IWA Bulletin, University of Buckingham News and an excellent four-page article in Canal Boat magazine which was very positive about the Society's progress (see reprint on pages 25 to 28). Terry Cavender was interviewed by MIX 96 and BBC 3CR.

Regular promotional work continues with talks being given to Stewkley Local History Society, New Bradwell Heritage Group, Buckingham WI, Great Horwood WI, Reading Transport Group, the Nene Trekkers and Duke of Edinburgh participants at Furze Down School. A promotional stall attended the "Made in Deanshanger" event and attracted a lot of local interest. The stall also re-visited Buckingham Market recruiting some new members and getting positive feedback from residents who are following the Society's activities in the local press. A well-attended Heritage Walk was centred on Cosgrove and included members from the Northampton IWA; Dunstable & District Boat Club were the guests for another guided walk.

As a result of these events, and other publicity, membership has risen by 10% this year.

<b>Membership Category</b>	<b>Members at end of 2011</b>	<b>Members at end of 2012</b>
Concessions	40	69
Family	98	92
Adult	55	51
Junior	1	2
Sub total	194	214
Corporate	<u>5</u>	<u>5</u>
Total	199	219

## Helen Preston, Secretary

Helen expressed her appreciation to her colleagues on the committee. She felt that it had been a privilege to represent BCS during such exciting times. She wished the Society every success in the future.

## 7. Treasurer's Report: Year ending 30.11.2012

Apologies were received from Vernon who was unable to attend the AGM due to illness. His report was presented by the Chairman and Secretary.

This has been another successful year for the finances of BCS. Generous donations have more than covered our restoration costs during the year, to the extent that although we spent nearly £3,000 installing the lock gates at Hyde Lane we still finished the year with our reserves up over £6,000 to £35,000. This provides a comfortable platform for funding the projects planned for 2013 at Bourton Meadow and Cosgrove.

During the year we produced a new membership and information leaflet, which was funded by a grant from Buckinghamshire Community Foundation – their cheque was presented to us at last year's AGM. They also recommended that we approach local printers Harlequin Press for a quote, and the amount we saved enabled us to fund the new information board at Hyde Lane for which the Foundation graciously agreed we could use the un-spent grant monies.

We are also grateful for a grant from Milton Keynes Heritage Association which funded an open day at Cosgrove Village Hall to explain the restoration plans to the local community.

Other grants for which we would like to express our thanks and appreciation were made by Buckingham Town Council and Santander UK.

During the year we joined LocalGiving.com, an online donation site that offers, from time to time, to double donations made through the site. The generosity of members contributing £830 resulted in a total donation to the Society of £1,684.20, which includes an element of Gift Aid which they reclaim on our behalf.

We also received donations during the year from the Milton Keynes and Northampton Branches of the Inland Waterways Association, Braunston Marina, The Moore Trust and Pitney Bowes; and of course the Society's members who have been as generous as ever.

Our annual Cosgrove Festival was the most successful yet, the sales stand continues to produce an outstanding contribution, and the selling of MK Community Foundation raffle tickets in the run up to Christmas was another good fund generator. All of our fund-raising activities reflect a great commitment from all those involved and we would not be where we are today without their efforts, which the Society acknowledges with grateful thanks.

We have set aside almost £13,000 to fund our projects and to top up anticipated grant awards. I suspect that this will prove to be an under-estimate but we are well placed to be able to cover any over-spend.

I also wish to record the following donations in kind, from organisations that have provided us with valuable services rather than direct financial contributions:-

Aylesbury Vale DC	Map data for canal route	£10,000
Salesforce.com	Project Management software	£10,200
ServiceMax	Project Management software	£5,000
Graham Smith	Material storage	£600

In addition to the above we have had the lock gates for Hyde Lane donated by Canal & River Trust and although they clearly have a value to BCS I didn't think it appropriate to record this as a donation in kind; they were otherwise going for scrap so they had no intrinsic value. But nevertheless we do acknowledge with thanks the co-operation of CRT in diverting the scrap lorry.

Finally, I wish to extend the Society's thanks and appreciation to Alan Cooper of New Bradwell Heritage Association for carrying out an external scrutiny of the accounts.

Alan Cooper's signed statement was tabled at the meeting.

### **Vernon Draper, Treasurer, 3 January 2013**

The Treasurer added a further report regarding the item on trustee expenses which appear in the accounts. He confirmed that all trustee expenses have been paid back to the Society as Gift Aid donations. This Gift-Aided donation was also matched by the trustee's employer, Pitney Bowes. As a result there was a net benefit to the Society of more than double the original expenses.

**Proposal:** That the accounts for the year ending 30<sup>th</sup> November 2012 be accepted:

**Proposer:** Nigel Preston    **Seconder:** Bill Upton

The proposal was approved unanimously.

### **8. Work Party and Project Management Group Report:**

**Work Party:** First of all I would like to thank everyone who has joined us on the work parties throughout 2012. Numbers have increased allowing us to carry out more restoration work. Thanks also go to several companies who have allowed their staff to join us on team building days. Six team building days were carried out last year with a variety of companies including Santander, Allianz Insurance and NHBC Insurance.

On Friday 27<sup>th</sup> January BCS took delivery of a set of redundant lock gates from the Northampton Arm where the gates were being renewed. British Waterways arranged delivery to Home Farm opposite the Nature Reserve via a low loader where BCS had arranged for a telehandler to take the gates down the track to the Nature Reserve. With a telehandler on site some of our volunteers took the opportunity to have a go at driving it as we had a WRG training instructor on site as well.

In March our volunteers were working at Cosgrove and cleared the canal bed from Bridge No 1 and working towards the A5. It had been hoped to carry out trial runs to re-water this section of canal but due to the drought conditions at this time of year plans had to be put on hold. Instead the volunteers carried out profiling work on the canal bed and improved the towpath for walkers.

After completing the scrub clearance work at Cosgrove the work parties were moved to the Nature Reserve at Hyde Lane where most of the work that took place consisted of preparing the site to enable us to install the lock gates. The other main task was to remove the excess of reeds that were growing in the canal bed. This proved to be a very muddy affair but help was on hand from a group of volunteers from NHBC.

Like other outside events last year our tasks were made that much harder because of the amount of rain we had in the summer. The work parties taking place at the Nature Reserve spent half of the time removing water from the lock chamber so that the work of re-pointing the lock could take place. This is all rather ironic as at two of our other sites we were desperate to have water in them! Volunteers removed the very thick, dense mud from the bottom of the lock chamber. Part of the remains of the old lock gates were found at the bottom of the lock and had to be removed before the 'new' set of gates from the Northampton were installed. The re-pointing work has gone well with the lock chamber wing walls completed and work planned on the rest of the lock in 2013.

Two of our volunteers attended a WRG training weekend and are now qualified to both drive and instruct others to drive dumper trucks and excavators. Over the weekend of 28<sup>th</sup> September – 1<sup>st</sup> October the lock gates were installed at the Nature Reserve. The weekend was project managed by Terry Cavender with help from Dave Wedd from WRG and included the hiring of a 22 tonne excavator needed to carry out the heavy lifting.



Part of the weekend was planned as a training weekend for our own volunteers giving them a chance to have a go at learning to drive an excavator. The weekend work party was made up of experienced volunteers and some newcomers with a mix of young and old. Although these will not be working gates they will give the impression of a 'canal under restoration' to the public as they walk past on their route along the Ouse Valley Way footpath.

The hedge laying and wildlife habitat piles that were made in previous years have been tidied up and weeding has taken place around the saplings that were planted over the last few years, most of which have survived. There is still plenty of work to do at this site and again plenty of opportunities for other companies to volunteer with us.

In September we had two groups from Santander joining us on site at Cosgrove. These groups helped our volunteers install two gates along the towpath. These gates will allow access to the far end of the canal to Bridge No.1 by dumper trucks and excavators allowing work to build earth dams to take place later this year. The gates have also improved access along the towpath for both dog walkers and other members of the public. The Society has received a lot of praise for installing them.

Plans are in place to start work again in 2013 at Cosgrove where we are working in partnership with the CRT. The plan is to re-water the first 500 metres of the canal in sections that will enable the monitoring of any seepage. Permission has also been given for one of our volunteers who is an ex-builder to re-build a flood sluice facing wall at the far end of the canal near the A5. CRT will be supplying the building materials free of charge and this will save a considerable amount of money for BCS. Our thanks go to Jeff Whyatt and Neil Owen, Lee King, John Highmore and Mirian Tedder and other people at CRT who are helping with this project.

The Montgomery Canal Society has been using a new type of liner for their restoration work and we have been in touch with the manufacturers who have visited the site. The new material looks very promising and we plan to use it for the earth bunds at Cosgrove as it is a lot lighter to handle than other liners but just as good.

CRT also asked if BCS would consider adopting the canal and lock at Cosgrove. The BCS committee were in favour of this plan and adoption papers were signed on Wednesday 21st November. An adoption ceremony was held at Cosgrove Lock on Friday 30th November. We feel this will encourage local residents and boaters to get more involved with the canal and lock and possibly our Society. It will also provide new tasks for volunteers to carry out such as lock gate painting. Some of our volunteers have already joined the group re-painting Fenny Stratford lock so we already have experienced lock gate painters amongst us!

At our Bourton Meadow site, whilst we are trying to secure funding to re-line this section of canal, volunteers have been keeping the canal bed and footpaths strimmed with extra work parties arranged to carry out this work. Earlier in the year pupils from Stowe School were also working at Bourton Meadow and have been clearing the drainage ditch that runs along the top of the site.

In September we were approached by Furze Down School who were looking for a practical project for their pupils taking part in the Bronze Duke of Edinburgh award scheme. Staff and pupils have been working on site at Bourton Meadow since September and this arrangement has worked well for both the Society and the school and more work is planned for 2013.

**Project Management:** During 2012 we saw a lot of project management activity go into supporting some of the work parties, most notably the delivery of the lock gates in late January and the subsequent fitting of the lock gates at Hyde Lane in September. These enabled us to draft and refine necessary paperwork such as Site Health and Safety rules on the use of construction

plant. Fortunately, a significant amount of this work is re-usable for other construction projects and can be utilised as a template for the Bourton Meadow and Cosgrove projects as mentioned below.

The proposed project at Bourton Meadow to re-water the length of canal there had a lot of man-hours put into the planning application which was approved on 20th April 2012. This is subject to planning conditions which have now been worked through with Natural England, Nick Hawes from ATN Farms (the landowner), the Environment Agency (EA), and Buckingham Town Council to name but some. Further permits regarding DEFRA and countryside stewardship, water abstraction and other necessities can then be undertaken enabling each of the phases of work to commence.

The major work of re-lining will be undertaken by contractors although BCS volunteers will undertake preparatory tasks including building an access track that incorporates a river ford! Some work parties have already started on clearing the necessary vegetation and hedging prior to the bird nesting season.

The activities at Bourton Meadow by both BCS and contractors will be overseen by our newly appointed H&S manager Anthony Smith Roberts who is rapidly becoming a great asset in the project management aspects of the work.

Work has been ongoing regarding Cosgrove. This has included significant partnership discussions with BW including Athina and I attending a joint BW/IWA conference in Birmingham. We also gave a presentation to their trustees on a boat at Cosgrove in July when they changed to become CRT. That was preceded by attendance of BCS at the CRT launch in both London and the local event at Stoke Bruerne. This work has now culminated in the adoption agreement between BCS and CRT and as a result, we have also been busy preparing our project plan for re-watering the first 500m of the Cosgrove section. I hope to report on the success of this project at next year's AGM.

In addition to the project management work outlined above, there is also the task of preparing project plans and budgets both for our own purposes but also to accompany grant applications and as supporting documents to relevant organisations such as district councils, DEFRA, EA etc.

Altogether last year proved to be a very fruitful year for BCS with over 2,580 volunteer hours worked on site. 2013 looks to be even more exciting with plans well under way to re-water both Cosgrove and Bourton Meadow. All this work can only be carried out with the continued support of our volunteer work parties and the people who support them. Extra help is always needed so if you think you can help please contact Athina, Terry or one of the other committee members.

Examples of the documents needed to support the more complex projects now being undertaken were presented, including the WRG Practical Restoration Handbook, Site Health & Safety files and two project plans. Some of these documents are available on the web-site.

**Athina Beckett , Work Party Organiser.**

**Terry Cavender, Projects and Partnerships Manager**

Athina and Terry then presented a photographic record of the progress at Hyde Lane site from jungle-busting to lock gate installation. The value of volunteers' work in long-term maintenance as well as in the more interesting tasks now being undertaken was recognised.

Terry also reported on the **photoshoot** held at Bourton Meadow on 25<sup>th</sup> January ***in preparation for the press release regarding the WREN grant.*** Society patrons, Lord Boswell and Rt Hon John Bercow put the first spades in the ground to mark the beginning of the project. They were joined by a number of supporters from various branches of local government, including the Buckingham Town Mayor, Ruth Newell, and also by representatives of the Community Chest.

9. Election of Officers and Committee Members – Nominations received:

		<u>Proposer</u>	<u>Seconder</u>
CHAIRMAN	Athina Beckett	Helen Preston	Terry Cavender
TREASURER	Vernon Draper	Richard Lewis	Jim McIlroy
SECRETARY	Vacant		
COMMITTEE MEMBERS (7 places available)	Terry Cavender	Jim McIlroy	Richard Lewis
	Richard Lewis	Terry Cavender	Jim McIlroy
	Jim McIlroy	Athina Beckett	Richard Lewis
	Anthony Smith-Roberts	Athina Beckett	Jonathan Brown
	Geoff Wood	Athina Beckett	Helen Preston

There being no other nominations the above members were elected and will comprise the committee for 2013.

10. Subscriptions

The committee has agreed not to increase the current subscription rates for the year from 1st December 2013 to 30<sup>th</sup> November 2014.

11. Member's Questions:

There were no written questions notified. Questions from members included:

Q: **Jonathan Brown:** Speaking as a Society volunteer of over 10 years standing, Jonathan expressed concern that no volunteers had been invited to the previous day's ceremony at Bourton Meadow. He felt that it would have been appropriate for a representative of the volunteers to be present.

A: The chairman said that it had not been possible to publicise this event in advance as WREN do not permit publicity until the contract has been signed which only happened that day. A representative volunteer could have been invited and further opportunities will be sought to celebrate their achievements. An opening ceremony will be held at the culmination of the project at which all contributions will be fully recognised.

Q: **Peter Caswell:** Peter expressed concern at the number of committee members standing down and wondered what the reason was for this.

A: The chairman pointed out that committee members had stood down for a variety of personal reasons. The secretary explained that she wished to spend more time with her increasing numbers of grand-children and to be able to go boating for more extensive trips whilst still young enough to enjoy it!

Peter went on to say that he thought the committee ought to be congratulated for the very significant progress made over the previous 18 months. There was warm applause.

Q: **Jill Allison:** Jill was interested to learn of the extent of the Hyde Lane lease.

A: The chairman explained that the lease covered the Hyde Lane Nature Reserve but not the lake.

12. Any Other Business:

**There were no other items of business.**

13. Chairman's closing remarks:

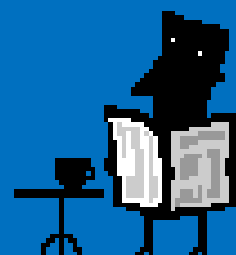
**Athina was delighted that it will soon be possible to see water in the canal at Buckingham. She is confident that the contractors appointed to undertake some of the work will do a good job. Following preparation work to be undertaken by volunteers and the relocation of the badgers under a licence from Natural England, the contractors will start work reprofiling and lining the canal in the summer. Volunteers will then undertake environmental tasks and it is hoped much of the project will be completed by the autumn.**

**At Cosgrove significant work will soon start to establish whether that part of the canal will hold water. Major projects are now underway at both ends of the canal. This coming year will be an exciting time.**

The formal part of the meeting closed at 8.40 pm.

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A Cheese and Wine interval afforded members and guests the opportunity to meet committee members and to catch up with old friends. This was followed with a presentation, *Narrowboat Raymond Revisited*, by member Steve Miles, author and past chairman of BCS. He showed the history of Raymond and its crew from its launch through its working career, deterioration and eventual restoration by a number of devoted volunteers. We are grateful to Steve for his fascinating insights and will view Raymond a new light from now on when, as we hope, it continues to visit the Cosgrove Festival.  
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## **WANTED: PUBLICITY, PRESS & MEDIA OFFICER Could this be you?**



As the Society continues to build upon the restoration work, we need an enthusiastic person to help increase public support by maximising press coverage and publicise our achievements.

Working with members of the committee and other volunteers, you will be creating and distributing newsworthy items to the local media as well as the national waterways press. You will also help build upon existing relationships we have with the media both directly and via our partner organisations whilst driving broader publicity for the Society.

**Volunteers for various other roles are also needed  
If you are interested, please contact any of the committee.**





Hand bells at Cosgrove Festival



The Lock ransom at the Cosgrove Festival



Sponsor a brick at Cosgrove Festival



The ever popular marbles game at Cosgrove Festival



Rope making demonstration at Cosgrove Festival



Cheque donated to BCS at Braunston Festival

## Agenda item 5

### Chairman's Report for AGM

This will be my last report as Chairman as I'm standing down from this position, but shall be remaining on the Committee and continuing in my role as Work Party Leader. I feel it is always a good policy to go out on a 'high' and 2013 must count as that, with the task of re-watering the 400 metres of canal at Bourton Meadow being about the most important achievement since the beginning of the Society! For information I joined the BCS Committee in 1996 and became Chairman in 2006, taking over from the very popular Chairman Tony Collins. In my time as Chairman and Trustee of the Society I feel I have helped progress the Society's work and played a leading part in some of the progress that has taken place, including gaining access to work on the site at Little Hill Farm and persuading BBOWT to allow us to work on their site at Hyde lane and becoming a BBOWT Warden for them and at a still later date helping with the task of taking over the lease from them on this site.

Getting the canal in water at Bourton Meadow was a real milestone in our history and one that the public agreed with as 250 of them came to our Open Day on Saturday 26<sup>th</sup> October to watch Speaker of the House of Commons and Patron of the Society John Bercow give the opening speech in a very novel way from a canal boat and the scissors to cut the ribbon were brought to him by a canoe! This seemed to go down well with the public who enjoyed this extra piece of entertainment! . The Mayor and Deputy Mayor of Buckingham, several Buckingham councillors and the Head of AVDC were also in attendance and as well as our volunteers and BCS members, a great many of the Buckingham public joined us as well.

We are also very grateful to WREN, Aylesbury Vale Community Chest and Buckingham County Council, Local Area Forum for the grants given to the Society without which this work could not have taken place.

I would also like to thank the landowner Nick Hawes for his continued support over the years to the Society

Whilst contractors laid the lining in the canal bed our volunteers have contributed over 1,816 hours of work to the project, and this includes planting over 5,000 aquatic plants along the canal bank and 100 sapling in gaps in the hedge next to the towpath.

#### **Cosgrove Festival**

Our annual festival which took place over the weekend of 13<sup>th</sup>-14<sup>th</sup> July was brought forward a week last year so as not to clash with the IWA National Waterways Festival being held at Cassiobury Park. Here I would like to thank our **Festival Committee** who did such a grand job and organised one of the best ever festivals, so a big thanks goes to them for all their hard work. I would also like to thank all those who came to help on stalls and with the lock ransom, and the volunteers who help set up the festival site on the Friday and most importantly helped take down everything at the end.

The fish and chip supper again proved to be very popular with about fifty people staying on into the evening where a very successful raffle was held and thanks must go to the musicians who provided the evening entertainment. So thanks to Martin and friends and please come again this year! About £1,500 was raised for the Society but almost as important everyone who attended seemed to have enjoyed themselves; perhaps the Buckingham Canal Water beer on sale for the first time helped!

#### **Heritage Open Day**

The Heritage Open Day at Bourton Meadow on Sunday 15<sup>th</sup> September went extremely well, with about 150 people turning up to speak to our volunteers, hear about our future plans and take a

stroll along the towpath. This year we also had a stall at the 'Village at War' festival at Stoke Bruerne over the same weekend so extra volunteers were needed to cover both events as the Stoke Bruerne festival is always a good fund raising weekend for us.

### **Committee Membership**

Rob Oldham and Stuart Cummins were co-opted onto the committee and Jim McIlroy has stood down from the Committee but remains as our Archive officer. Our Treasurer for many years Vernon Draper is standing down at the AGM; Vernon will be sadly missed as his knowledge and record keeping and dedication to the Society over the years has been part of our success. Due to pressure of work Richard Lewis has also decided to stand down, but will continue in his role as Navigator Editor for the next few months as well carrying on with his publicity work. I know a lot of you have praised his work on the Navigator and the Committee wishes him well in the future.

### **Proposed Changes to Constitution**

We are proposing to change the structure of the Society to a CIO (Charitable Incorporated Organisation) which will require us to re-write the constitution. Rob Oldham will be giving a full report and details about how this will affect the Society elsewhere in the Agenda.

### **Buckingham Community Wildlife Project Meeting**

BCS was invited to join this group and I attended their first meeting on Tuesday 28<sup>th</sup> May at the Town Council Chambers, Buckingham. Other members of this group include Ruth Newell, Chair and Mayor of Buckingham, Terry Bloomfield, Derrick Isham and Lee Phillip from Buckingham Council, Ted Farmer of Buckingham Society and Jenny Manning of the Buckingham Railway Conservation Group.

### **Buckingham Table Beer Festival**

This Beer Festival took place over the weekend of 21<sup>st</sup>- 23<sup>rd</sup> June at the Woolpack pub in Buckingham. The festival is run each year to support local and national charities. Last year they selected one National charity and two local ones, Buckingham Railway Walk and the Buckingham Canal Society, as their chosen charities. At the Open Day celebrations on Saturday 26<sup>th</sup> October they presented BCS with a cheque for £800.

### **Bric a- Brac Stall**

Our bric-a-brac stall has attended:-

- the Railway Walk Conservation day on Saturday 30<sup>th</sup> March
- the North Buckingham Spring Fair on Sunday 21<sup>st</sup> April
- Stoke Bruerne Canal Festival 15<sup>th</sup>-16<sup>th</sup> June
- Lionhearts Cruising Club Festival, Saturday 22<sup>nd</sup> June
- Braunston Historic Boats Festival 29<sup>th</sup>-30<sup>th</sup> June
- Village at War festival 14<sup>th</sup>-15<sup>th</sup> September
- Buckingham Community Fair on Saturday 14<sup>th</sup> December.

At each festival we have raised funds, promoted BCS and recruited new members.

### **MK Community Foundation Car Raffle**

Following our success in selling more raffles tickets than any other group last year, Milton Keynes Community Foundation asked us to help promote the recent Community Raffle. I was asked to speak to several other groups taking part in the raffle and talk about how we achieved our success, and here I was able to say that the majority of our success was down to our volunteers being prepared to help sell tickets in the City Centre, and to sell them to their families and friends!.



We were also invited to attend the launch of the car raffle with three of us dressed in Victorian Boater costumes, a photo of which appeared in the Milton Keynes Citizen.

### **Buckingham Neighbourhood Development Plan**

We would like to thank Buckingham Town Council along with the residents and various community groups who have contributed to this consultation as it has progressed. The final version of the Plan will go through a local referendum. If more than 50% of votes are positive the plan will be accepted and become the basis for planning development in Buckingham. So with the positive feedback we have been receiving from local residents, particularly after the Open Day, we are hoping for a positive outcome which will further help with the restoration going forward.

#### **Development of a Canal Area:**

- Permission will be considered for development ... only where development would be to benefit the development of the former and current Canal area as a working waterway, tourist attraction, provision of tourist accommodation, or to develop the area for green space, sports provision or leisure.
- Permission will be considered for development as outlined in the policy providing that it adheres to other policies within the Plan.
- Permission will not be considered for any development which would be to the detriment of the existing canal or the former original route of the canal.
- Any development of the canal will also include the provision of a towpath which will be large enough to accommodate pedestrians, cyclists and wheelchair users with the aim of creating a cycle / walking route alongside the canal towards Cosgrove.

We have also ongoing work with Aylesbury Vale and South Northants District Councils to adopt similar planning considerations for the canal.

### **Social Events**

The annual Cosgrove festival is our major social event apart from the AGM but our monthly meeting on the third Friday of each month in the Two Brewers pub in Thornborough is also proving to be very popular, as is the newly formed BCS Craft group which meets on the last Thursday of each month. Thanks to the very generous donation from one of our members we were able to charter, free of charge, the new Bedford & Milton Keynes Community Boat for a very successful day out on the river Great Ouse in Bedford for members and friends on Saturday 5<sup>th</sup> October.

### **Future Plans**

Having restored the Bourton Meadow site we are now embarking on the Cosgrove end. Last year we had a full geotechnical report on a section of canal near the A5 confirming it was safe to restore. We are now preparing to enter into a formal lease with a local landowner to enable us to access the Cosgrove site with our heavier plant. Once this is formally resolved, work will be carried out by our volunteers to re-water this section of canal. Bunds will be created at 150m to 200m intervals and then each section will be re-watered. We had hoped to carry out this work early in 2014 but now feel a more realistic start date will be nearer the middle of the year.

Favourable discussions are ongoing and opportunities continue to emerge regarding the restoration of the rest of the route. This includes provisional agreement with the Highways Agency for crossing under the A5. Also a potential scheme with the EA to make use of the former quarry site as balancing lakes providing headwater for the canal and new canal section providing a replacement to the land lost through development in Deanshanger, which would benefit from the canal restoration as a linear flood store.

**Athina Beckett, Chairman**





One of the Environment Agency team building days



John Bercow helps us launch the Buckingham Canal Water promotional beer



The starting of filling at Bourton Meadow



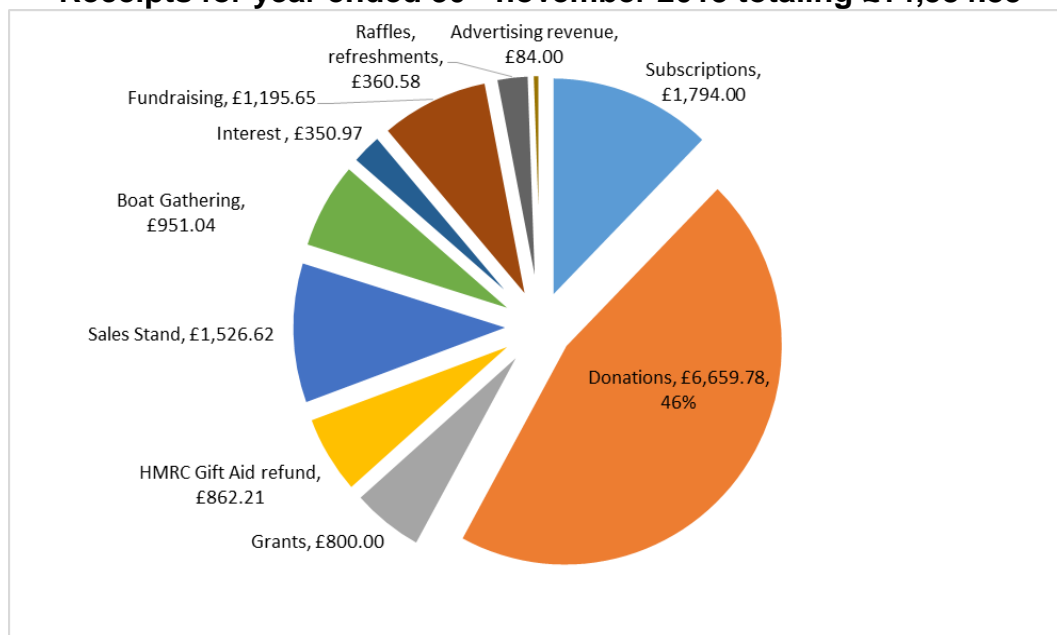
One of the Cosgrove preparation sessions

## Agenda item 6

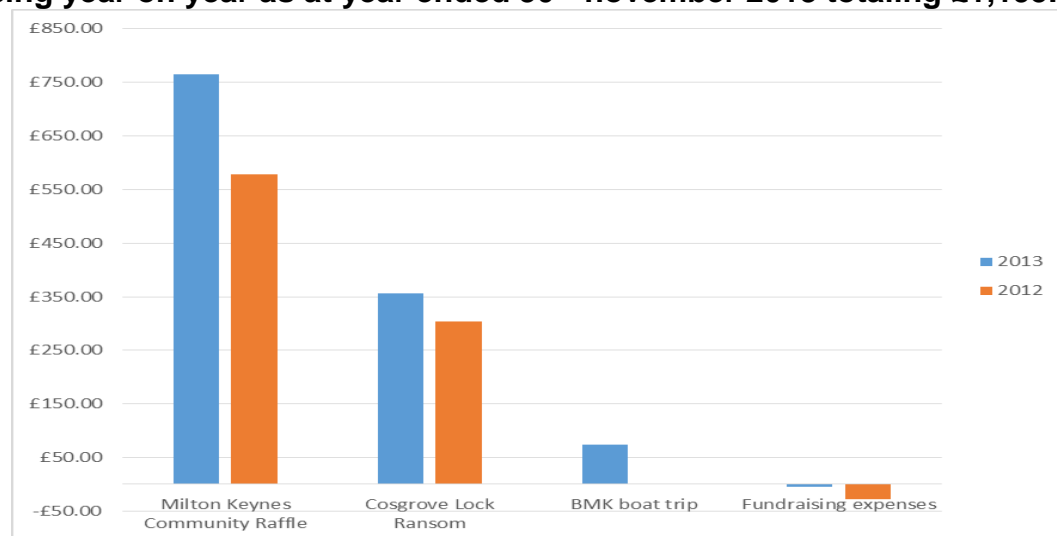
### Treasurer's Report for YEAR ENDING 30 NOVEMBER 2013

With the achievements the Society has made this year it shouldn't come as any great surprise that, for the first time ever, our reserves have shown a fall. But what I think is impressive is that they've only fallen by less than £1200, which does point to another successful year of fundraising and for donations and grants. These are all listed in the annual accounts on the pages following this report, but it is worth mentioning the effort that has gone into achieving some of these including Athina & Jonathan's bric-a-brac stall, the Cosgrove Festival and the selling of MK Community Foundation raffle tickets - again led by Athina. Many members have played their part in helping to raise funds and our thanks go to them. Members have also been generous in their donations, and these donations are normally boosted by Gift Aid, which increases their value by 25%.

**Receipts for year ended 30<sup>th</sup> november 2013 totaling £14,584.85**

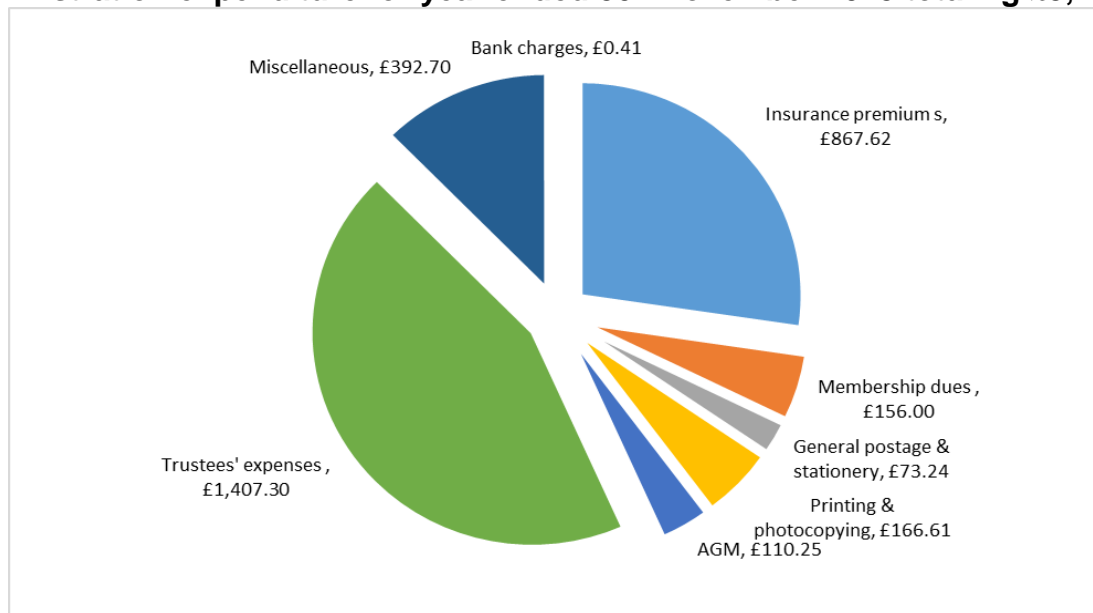


**Fundraising year on year as at year ended 30<sup>th</sup> november 2013 totaling £1,195.65 in 2013**



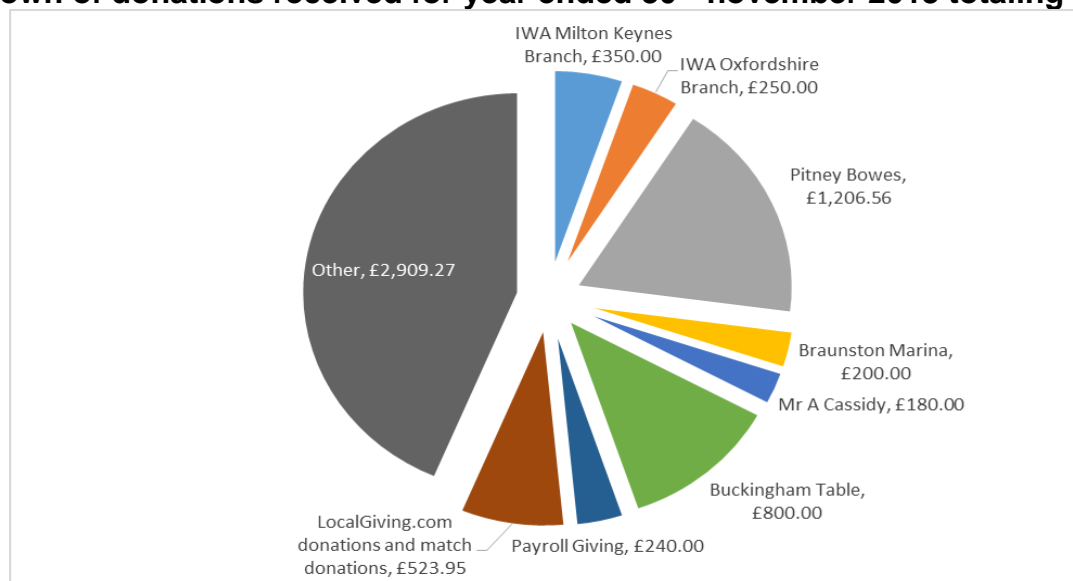
There has also been a large increase in the payment of trustee expenses this year, but I can report that these have all been donated back to the Society in the form of gift aided donations, which helps to explain the substantial increase in the Gift Aid refund from HMRC this year.

## Administration expenditure for year ended 30<sup>th</sup> november 2013 totaling £3,174.13



Donations from outside the Society include those from the MK and Oxford branches of the IWA, Pitney Bowes, Braunston Marina and Buckingham Table. We are most grateful to these organisations, and for grants received from Santander UK and DHL UK Foundation.

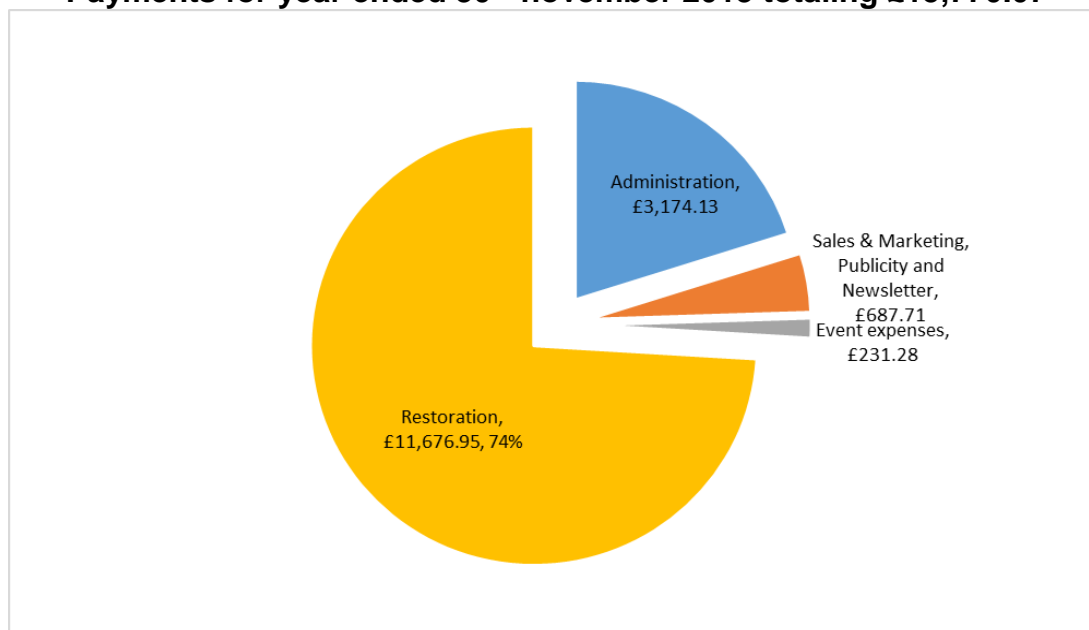
## Break down of donations received for year ended 30<sup>th</sup> november 2013 totaling £6,659.78



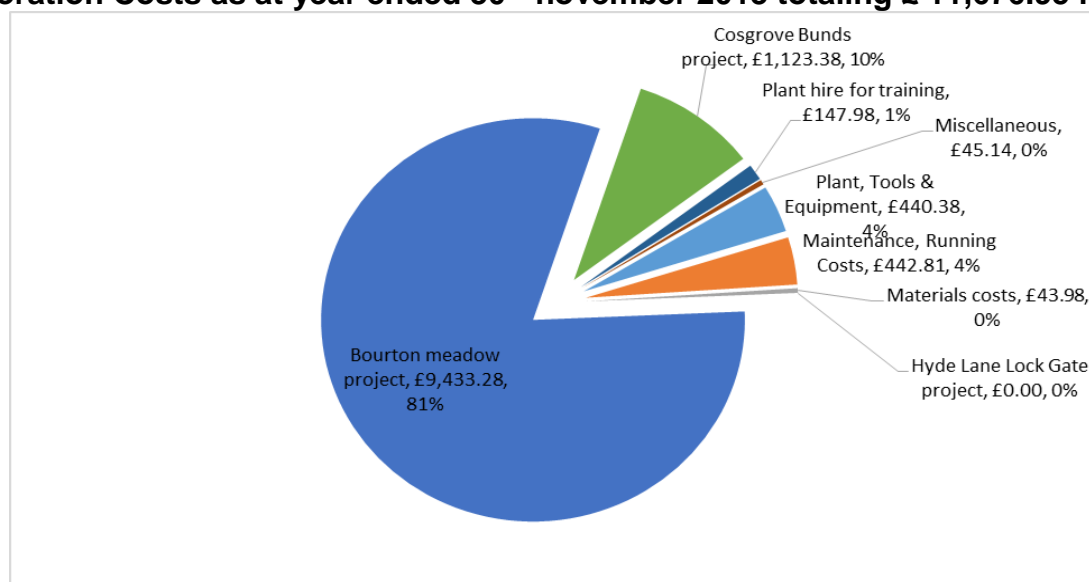
The accounts do not tell the whole story of the Bourton Meadow re-watering project. We received a substantial grant of around £70,000 from WREN, with seed funding from Aylesbury Vale Community Chest. Payment was made by WREN direct to our contractor, Water Lines Solutions, and so did not pass through our books. This has advantages when it comes to accounting rules set by the Charities Commission. For those who don't know, to qualify for a grant from WREN it is necessary for a third party to fund 10% of the value of the grant, and we are not allowed to use our own funds for this purpose. This is where we are indebted to Aylesbury Vale Community Chest without whose support we would have been unable to unlock the grant from WREN. We also received a grant from Buckinghamshire County Council Local Area Forum to extend the footpath leading up to the restored section of canal, but as this wasn't received until December it will appear in next year's accounts.



## Payments for year ended 30<sup>th</sup> november 2013 totaling £15,770.07



## Restoration Costs as at year ended 30<sup>th</sup> november 2013 totaling £ 11,676.95 in 2013



We have now set aside £20,000 for the re-watering project at Cosgrove which we are hopeful will be carried out in 2014 and which we are anticipating will be funded from our own reserves.

I also wish to record the following donations in kind, from organisations that have provided us with valuable services rather than direct financial contributions:-

H&R ChemPharm UK	TerraSeal for lining Cosgrove bunds	£ 3,500
Canal & River Trust	Soil testing at Cosgrove	£ 456
Aylesbury Vale DC	Map data for canal route	£10,000
Salesforce.com	Project Management software	£10,200
ServiceMax	Project Management software	£ 5,000
Graham Smith	Materials storage	£ 600

Finally, I wish to extend the Society's thanks and appreciation to Alan Cooper of New Bradwell Heritage Association for carrying out an external scrutiny of the accounts.

**Vernon Draper, Treasurer 2 January 2014**



# Agenda item 7

## ACCOUNTS FOR YEAR ENDED 30 NOVEMBER 2013

### RECEIPTS AND PAYMENTS

		£	£
	Note	2013	2012
<b>Receipts</b>			
Subscriptions		1,794.00	1,529.50
Donations	1	6,659.78	7,041.43
Grants	2	800.00	1,460.47
HMRC Gift Aid refund		862.21	509.39
Sales Stand		1,526.62	1,549.87
Boat Gathering	7	951.04	1,118.91
Interest		350.97	307.98
Fundraising	8	1,195.65	882.69
Raffles, refreshments		360.58	249.40
Miscellaneous		0.00	0.00
Advertising revenue		84.00	54.00
		<u>£14,584.85</u>	<u>£14,703.64</u>
<b>Payments</b>			
Administration	3	3,174.13	1,797.16
Publicity	4	363.16	1,101.39
Newsletter (incl postage)		158.03	314.23
Sales & Marketing	5	166.52	243.99
Boat Gathering expenses	7	85.61	197.13
General fundraising expenses	8	4.99	27.98
Refreshment expenses		140.68	0.00
Restoration	6	11,676.95	4,358.37
Miscellaneous		0.00	0.00
		<u>£15,770.07</u>	<u>£8,040.25</u>
<b>Balance of Income Over Expenditure</b>		<u>(£1,185.22)</u>	<u>£6,663.39</u>

# ACCOUNTS FOR YEAR ENDED 30 NOVEMBER 2013

## NOTES TO THE ACCOUNTS

	£	£
	2013	2012
<b>1 Donations received</b>		
1.01 IWA Milton Keynes Branch	350.00	150.00
1.02 IWA Oxfordshire Branch	250.00	0.00
1.03 Pitney Bowes	1,206.56	1,588.82
1.04 Braunston Marina	200.00	200.00
1.05 Mr A Cassidy	180.00	125.00
1.06 Buckingham Table	800.00	0.00
1.07 Payroll Giving	240.00	260.00
1.08 LocalGiving.com donations and match donations	523.95	1,684.20
1.09 Other	2,909.27	3,033.41
	<u>6,659.78</u>	<u>7,041.43</u>
<b>2 Grants</b>		
2.01 Bucks Community Foundation (Membership leaflet)	0.00	619.00
2.02 DHL UK Foundation	300.00	0.00
2.03 Santander Trust	500.00	500.00
2.04 Buckingham Town Council	0.00	100.00
2.05 Milton Keynes Heritage Association	0.00	241.47
	<u>800.00</u>	<u>1,460.47</u>
<b>3 Administrative Expenditure</b>		
3.01 Insurance premium - Inland Waterways Assn	867.62	566.84
3.02 Membership dues (IWA, MKHA, LocalGiving.com)	156.00	82.00
3.03 General postage & stationery	73.24	132.91
3.04 Printing & photocopying	166.61	83.09
3.05 AGM	110.25	198.46
3.06 Trustees' expenses (1 trustee)	1,407.30	448.10
3.07 Miscellaneous	392.70	285.76
3.08 Bank charges	0.41	0.00
	<u>3,174.13</u>	<u>1,797.16</u>
<b>4 Publicity</b>		
4.01 Leaflet Printing	0.00	425.00
4.02 Display panels, banners, business cards, etc.	363.16	407.99
4.03 Sales stall entry fees	0.00	50.00
4.04 Interpretation boards	0.00	218.40
	<u>363.16</u>	<u>1,101.39</u>
<b>5 Sales &amp; Marketing</b>		
5.01 Website development	0.00	200.00
5.02 Internet - domain registration, web hosting, etc.	166.52	43.99
	<u>166.52</u>	<u>243.99</u>
<b>6 Restoration Expenditure</b>		
6.01 Plant, Tools & Equipment	440.38	380.83
6.02 Maintenance, Running Costs	442.81	231.08
6.03 Materials costs	43.98	611.44
6.04 Hyde Lane Lock Gate project	0.00	2,822.65
6.05 Bourton meadow project	9,433.28	0.00
6.06 Cosgrove Bunds project	1,123.38	0.00
6.07 Plant hire for training	147.98	0.00
6.08 Miscellaneous	45.14	312.37
	<u>11,676.95</u>	<u>4,358.37</u>

# ACCOUNTS FOR YEAR ENDED 30 NOVEMBER 2013

## NOTES TO THE ACCOUNTS

		£	£
		2013	2012
<b>1 Donations received</b>			
1.01	IWA Milton Keynes Branch	350.00	150.00
1.02	IWA Oxfordshire Branch	250.00	0.00
1.03	Pitney Bowes	1,206.56	1,588.82
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1.05	Mr A Cassidy	180.00	125.00
1.06	Buckingham Table	800.00	0.00
1.07	Payroll Giving	240.00	260.00
1.08	LocalGiving.com donations and match donations	523.95	1,684.20
1.09	Other	2,909.27	3,033.41
		<u>6,659.78</u>	<u>7,041.43</u>
<b>2 Grants</b>			
2.01	Bucks Community Foundation (Membership leaflet)	0.00	619.00
2.02	DHL UK Foundation	300.00	0.00
2.03	Santander Trust	500.00	500.00
2.04	Buckingham Town Council	0.00	100.00
2.05	Milton Keynes Heritage Association	0.00	241.47
		<u>800.00</u>	<u>1,460.47</u>
<b>3 Administrative Expenditure</b>			
3.01	Insurance premium - Inland Waterways Assn	867.62	566.84
3.02	Membership dues (IWA, MKHA, LocalGiving.com)	156.00	82.00
3.03	General postage & stationery	73.24	132.91
3.04	Printing & photocopying	166.61	83.09
3.05	AGM	110.25	198.46
3.06	Trustees' expenses (1 trustee)	1,407.30	448.10
3.07	Miscellaneous	392.70	285.76
3.08	Bank charges	0.41	0.00
		<u>3,174.13</u>	<u>1,797.16</u>
<b>4 Publicity</b>			
4.01	Leaflet Printing	0.00	425.00
4.02	Display panels, banners, business cards, etc.	363.16	407.99
4.03	Sales stall entry fees	0.00	50.00
4.04	Interpretation boards	0.00	218.40
		<u>363.16</u>	<u>1,101.39</u>
<b>5 Sales &amp; Marketing</b>			
5.01	Website development	0.00	200.00
5.02	Internet - domain registration, web hosting, etc.	166.52	43.99
		<u>166.52</u>	<u>243.99</u>

# ACCOUNTS FOR YEAR ENDED 30 NOVEMBER 2013

## NOTES TO THE ACCOUNTS (Continued)

		£	£
		2013	2012
<b>7 Festival</b>			
<b>Income</b>			
	Cash Takings:		
7.01	Boat & Trade Entries	305.00	340.50
7.02	Raffle, quiz, etc.	88.70	73.95
7.03	BCS Stalls	508.34	616.70
7.04	Other	49.00	87.76
<b>Total Income</b>		<u>951.04</u>	<u>1,118.91</u>
<b>Expenditure</b>			
7.05	Road signs	0.00	70.00
7.06	Cake stall supplies	26.36	69.30
7.07	Prizes for games stalls	40.25	27.37
7.08	Other	19.00	30.46
<b>Total Expenditure</b>		<u>85.61</u>	<u>197.13</u>
<b>Balance of Income over Expenditure</b>		<u>865.43</u>	<u>921.78</u>
<b>8 Fundraising</b>			
8.01	Milton Keynes Community Raffle	765.00	579.00
8.02	Cosgrove Lock Ransom	356.01	303.69
8.03	BMK boat trip	74.64	0.00
		<u>1,195.65</u>	<u>882.69</u>
<b>Less:</b>			
8.04	Fundraising expenses	<u>4.99</u>	<u>27.98</u>

# ACCOUNTS FOR YEAR ENDED 30 NOVEMBER 2013

## FUND BALANCES as at 30 November 2013

	£	£	£
Balances	2013	2012	Increase/ Decrease
Current Account - as per bank statement	1,110.90	1,275.65	(164.75)
Deposit Account - as per bank statement	33,107.98	34,180.51	(1,072.53)
Cash in Hand	56.31	12.32	43.99
Sundry debtor	0.00	16.43	(16.43)
	<u>34,275.19</u>	<u>35,484.91</u>	<u>(1,209.72)</u>

## Reconciliation Statement at 30 November 2013

	£	£	
Balance as above	34,275.19	35,484.91	
<i>Add</i>			
Cheques received, not yet paid in to bank :-	0.00	0.00	
<i>Less</i>			
Cheques drawn but not yet presented for payment:	0.00	0.00	
Advance payments	20.00	44.50	
	<u>£34,255.19</u>	<u>£35,440.41</u>	<u>(1,185.22)</u>

## Restricted Funds

Engineering studies	0.00	(10,000.00)
BCC Community Leaders' Fund grant	0.00	(2,000.00)

## Designated Funds

Invoices awaited for plant hire	(1,813.22)	
Bourton Meadow re-watering project	0.00	(7,065.00)
Cosgrove bunds/re-watering project	(10,000.00)	(5,734.22)
Cosgrove Access Agreement	(10,000.00)	0.00

## AVAILABLE BALANCE at 30 NOVEMBER 2013

<u>£12,441.97</u>	<u>£10,641.19</u>
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## **Agenda item 8**

### **Work Party and Project Management Reports**

Having announced the details of the WREN grant at last year's AGM, 2013 has been an exciting time for the BCS work parties. The grant allowed us to go ahead with plans to re-water part of the canal at Bourton Meadow, near Buckingham. One of the reason we gained the WREN grant was the input by our volunteers and here I can tell you that last year our volunteers worked over 4,400 hours on our four site, with most of the work being carried out at Bourton Meadow because of the WREN grant

At Bourton Meadow our volunteers prepared the site so that our contractor could start work. On 24<sup>th</sup> June the contractor, Water-Lines Solutions, moved onto site to start the work of preparing the canal bed so that it could be re-lined with Bentomat. This work went even better than expected with the contractor finishing early. The re-lining work wasn't expected to be completed until August but was finished in early July, which allowed us to go ahead with our plans to re-water this section of canal. After the contractor had finished our volunteers installed coir mats along the canal bank to give a soft edge to the canal bed and then 5,000 non-invasive aquatic water plants were planted.

We have also re-planted the gaps in the hedge on the towpath side, filling them in with over 100 hawthorn saplings; the canal banks have been seeded and the grass is growing well; and on the far bank a wild flower mix was used as well which should make the whole area look great in spring and summer this year.

I hope a good many of you were able to attend our Open Day on Saturday 26<sup>th</sup> October when you would have seen for yourselves the progress. So far this year over 1,816 volunteer hours have been worked on this site and as stated earlier with over 4,400 hours worked altogether on all our sites last year. A lot of extra work was carried out along the footpath to get it into a suitable state for the Open Day and this has included working with dumper trucks, tracked wheelbarrows and then the old fashioned way with ordinary wheelbarrows. As usual some volunteers enjoyed trying out the tracked ones and others felt it worked better with the basic wheelbarrow.

Lee Phillip, Buckingham Green Spaces Officer, arranged for Community Service Volunteers to join us on several occasions and they helped with the footpath work allowing our volunteer to concentrate on other jobs.

Whilst most of the work last year was carried out at Bourton Meadow this has meant less time spent at our other sites, but on Thursday 5<sup>th</sup> September we had the largest ever group of people to join a BCS work party at the Nature Reserve site. 31 volunteers from Santander joined us and with 8 of our own volunteers this made a total of 39 people on site. Because of the increased number of people on site we were able to carry out a large amount of work, which included painting the lock gates, re-pointing the bridge area, weeding along the footpath and trimming back the hedge.

Team building days have gone well last year and as well as Santander who came twice we have also had two visits from the EA and other groups from McAfee and Price Waterhouse. And I mustn't forget the pupils from Furze Down School who were taking part in the Duke of Edinburgh Award scheme; they have been working on site from January last year and doing a splendid job and they are planning to join us again this year.

Although most of the action took place at Bourton Meadow, Cosgrove wasn't forgotten. As well as adopting the canal and lock, BCS has been given permission by CRT for test trials to be carried out to re-water this section of canal.

Training sessions for our volunteers to learn to drive excavators and dumper trucks were arranged over the weekend of the 9<sup>th</sup>-10<sup>th</sup> March and a training weekend was held at Bourton Meadow. Terry Cavender ran this weekend and hired in an excavator and a tracked wheeled dumper truck. With the help of Dave Wedd from BITM WRG, several of our volunteers are now qualified to drive both vehicles. This was a requirement from CRT before our volunteers would be allowed to work on site at Cosgrove

Our work parties have now moved back to the Nature Reserve site where a considerable amount of winter maintenance work will be carried out and as this site is also on the North Ouse Valley Way we still get plenty of people walking along and inquiring about future plans, informing us about how much they feel we have achieved over the last year and wishing us good luck with our future plans. For information our work parties continue over the whole year taking place on alternate Thursdays and on the second Sunday of each month. Anyone who feels they would enjoy this type of work, no skills or experience necessary, would be very welcome to join us, we always make new volunteers very welcome. Or if your company runs team building days do get them to make contact with me as I'm sure we could arrange a visit!

### **Athina Beckett, Work Party Organiser.**

The majority of this year's detailed achievements have already been covered in the reports elsewhere. I would add that it is however important to recognise the additional work that has gone into all of the many hours discussion, email, debate, research, planning, liaison, partnership meetings and many other aspects of the restoration work. During 2013 there was an even greater amount of project management activity than the previous years. This focused mostly on Bourton Meadow as well as the CRT approvals for Cosgrove and the building of the first bund. As ever, a significant amount of this work is re-usable for other construction projects and can be utilised as a template for future projects although needs to be updated for changes in procedures, legislation and other requirements placed upon us by partners.

Whilst I have led this work it has been a **huge team effort**. This has been supported by various people both from BCS and partners including Environment Agency, Canal & River Trust, Buckinghamshire County Council, Aylesbury Vale District Council, Buckingham Town Council to name but a few. The ongoing support from landowners and local residents as well as councillors and the waterways community has been invaluable in helping with the 'backroom' work undertaken to help with the achievements. Despite some of the technical complexity, all of the trustees have embraced the necessary rigors from project management, health & safety and various other aspects. I must make specific mention of Richard Lewis for acting as assistant Site Leader on the various Category B work parties throughout the year.

**All this work can only be carried out with the continued support of our volunteer work parties and the people who support them. Extra help is always needed so if you think you can help please contact Athina, Terry or one of the other committee members.**

The project folders and associated documents needed to support these projects will be available at the AGM including the WRG Practical Restoration Handbook and the Site Health & Safety files. Some of these documents are also available on the web-site at <http://www.buckinghamcanal.org.uk/resources/>

In summary, we could not achieve what we have without the help of our members, supporters, partners and volunteers. I look forward to continuing to make further progress towards the overall restoration.

### **Terry Cavender, Trustee & Programme Manager for Projects and Partnerships**



An illustration by Stephen Peart of how the restored canal section may look showing a boat approaching Buckingham



The canal in water with a moment of contemplation by Jonathan



Water overtopping the spill weir at Bourton meadow



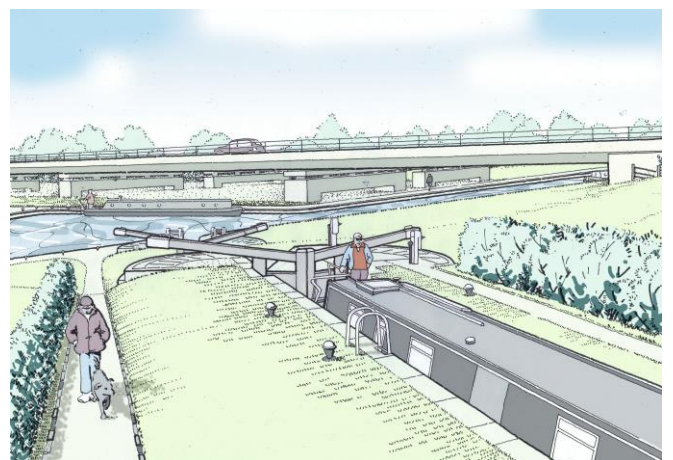
McAfee teambuilding day at Hyde Lane



Bund 1 being built at Cosgrove



Preparing for digger and dumper training



An illustration by Stephen Peart of how the restored canal section may look showing a boat locking down to go under the A5



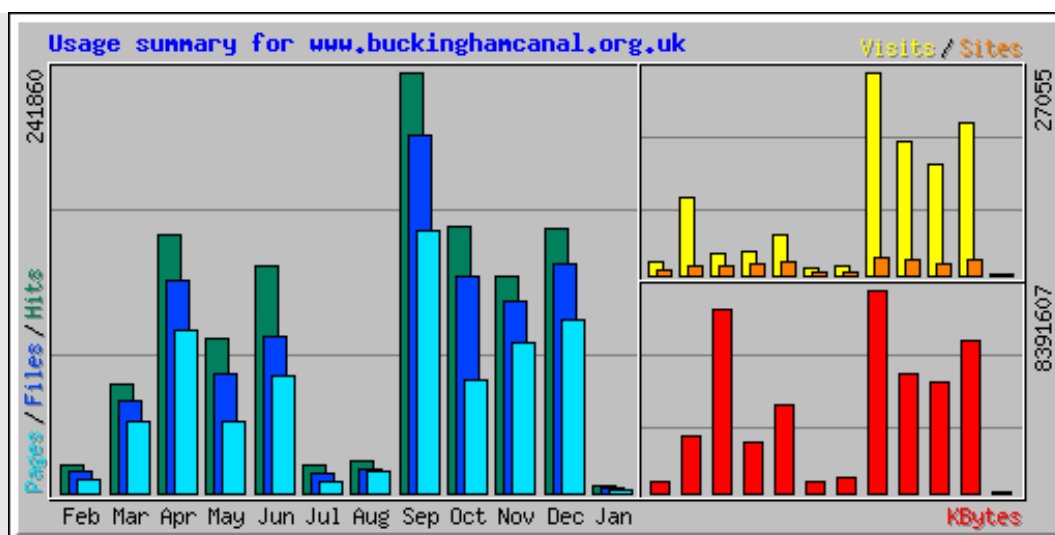
## Agenda item 9

### Publicity and Communications Group Report:

It has been a busy year and the Publicity and Communication team have been working hard behind the scenes to support all the events including the Cosgrove Festival, the Bourton meadow heritage day and re-opening, the AGM and of course the newsletter. Thanks go to all on the team or who have worked with us, together we have made this truly successful year. I am very proud of all we have done to raise the profile of the Society through publicity and the image re-design.

The evolution of the logo has been well received and I would like to thank all involved with a special mention for Ness Whight who did a lot of the graphic design work for the logo and website rebranding. Ness has now withdrawn from the team due to other pressures on her time. I also must mention Ian Matson for his invaluable assistance with various projects since he became involved with the Society this year.

The revamped website has also been well received and well used. Alan Maynard is continuing to help us with some of the technical aspects as we aim to make the maintenance effort a lot less manual. As can be seen from the below analysis, visitors to the site were at a high point in September and October which obviously coincide with the Bourton Meadow publicity.



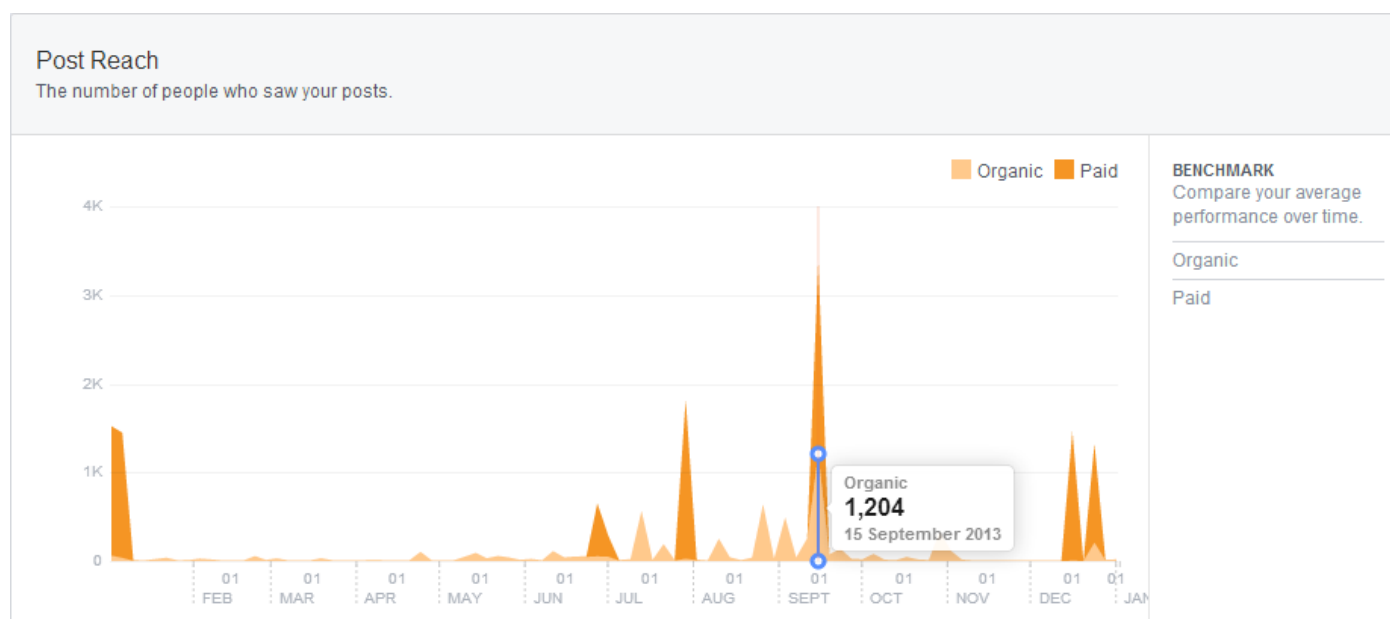
Summary by Month										
Month	Daily Avg				Monthly Totals					
	Hits	Files	Pages	Visits	Sites	KBytes	Visits	Pages	Files	Hits
<a href="#">Dec 2013</a>	4887	4249	3194	657	2205	6282641	20378	99033	131730	151510
<a href="#">Nov 2013</a>	5666	5026	3901	667	1470	4590283	14688	85827	110572	124672
<a href="#">Oct 2013</a>	7291	5931	3090	852	2080	4919970	17893	64892	124564	153111
<a href="#">Sep 2013</a>	8062	6831	5013	901	2286	8391607	27055	150419	204946	241860
<a href="#">Aug 2013</a>	5967	4753	4129	442	374	602145	1326	12389	14260	17901
<a href="#">Jul 2013</a>	5382	3916	2272	349	433	505665	1048	6818	11750	16148
<a href="#">Jun 2013</a>	4362	3014	2234	182	1801	3655726	5479	67045	90431	130877
<a href="#">May 2013</a>	2865	2227	1330	104	1394	2097709	3230	41246	69061	88840
<a href="#">Apr 2013</a>	5511	4514	3478	112	1333	7567474	3035	93932	121891	148815
<a href="#">Mar 2013</a>	2964	2541	1952	497	1312	2364512	10439	41008	53373	62251
<a href="#">Feb 2013</a>	558	432	266	66	732	469509	1871	7468	12101	15633
<b>Totals</b>						<b>41526016</b>	<b>106670</b>	<b>671705</b>	<b>947399</b>	<b>1155220</b>

Just for clarity, the best metric to look at from the above is in our opinion visits. Bear in mind some of these will be search engines and analysis shows that about 50% of our visits are probably human. The definition of this is that a visit occurs when some [one with a] computer makes a request for a page on our website for the first time on that date. As long as the same site keeps making requests within a given timeout period, they will all be considered part of the same Visit. If the site makes a request to our server, and the length of time since the last request is greater than the specified timeout period (default is 30 minutes), a new Visit is started and counted, and the sequence repeats. Since only a complete page will trigger a visit, remotes sites that link to graphic and other non- page URLs will not be counted in the visit totals, reducing the number of false visits.

Press coverage has had some good results during the year especially around the Bourton Meadow rewatering project and thanks must go to the Buckingham Advertiser for collaborating with us on this along with help received from various comms teams at CRT, AVDC and BCC.

Event publicity has been successful with lots of poster production courtesy of Pitney Bowes. Distribution of these has been ably supported by Kirk Senior along with other Society volunteers encouraging shopkeepers and a range of other venues to display our materials to whom our thanks go.

Facebook has been a growth area with us now having over 250 followers on the Facebook page. By carefully selecting certain postings on Facebook, we have had audiences of over 3,000 for some articles.



It has now been 3 years of my editorship for the Navigator newsletter and recently Christina Newman has kindly helped to further refresh the layout of this key publication. I am now looking to move on from this and welcome offers of help to lead the editorship, publication and further evolution of the newsletter and all our digital media.

Please contact myself or any of the other trustees if you feel you would like to get involved in this area supporting the exciting times head for the Society.

**Richard Lewis, Trustee & Publicity and Communications Manager**



## The arrival of 'Blue'

On 19th December 2013, the Waterway Recovery Group (WRG) has provided an early Christmas present for Buckingham Canal Society in the shape of WRG's former 3 tonne JCB 803 excavator.

Known as 'Blue' the machine was purchased for WRG following an appeal to celebrate The Inland Waterways Association's 50th anniversary in 1996. When new, the machine was formally handed over to WRG at the World Canal Conference at Birmingham in 1996, by the then Waterways Minister Robert Jones MP [see Navvies 157 and 158 front cover]. Over the past 17 years the excavator has given sterling service to WRG and a range of waterway restoration groups around the country, to whom it has been loaned.

Although 'Blue' is still going strong, it is beginning to show signs of age and WRG decided that its days of travelling around the country to different work sites should come to an end. Consequently, WRG is looking to buy a new machine in 2014, largely utilising 'restricted purpose funds' that have been given to IWA for Waterway Recovery Group work. Expressions of interest for 'Blue' were sought from waterway restoration groups around the country and Buckingham Canal Society put in a particularly good case for taking on the machine. WRG has now donated the machine, with the Society just paying transportation costs for delivery.

The JCB excavator will now hopefully enjoy many years of productive retirement helping the Buckingham Canal Society to restore the Buckingham Arm of the Grand Union Canal. Currently it is being stored with the kind support of Mick Palmer at Cosgrove Marina prior to the restoration works the Society are expecting to undertake later in 2014. 'Blue' will stay blue as the society recently adopted the colour blue as part of work to update its website and publicity materials. As always, any BCS volunteers interested in learning to operate "Blue" or develop their proficiency skills will be most welcome and should contact any of the trustees. Anyone who is keen to help with maintenance tasks would also be most welcome.



'Blue' working at previous sites.



**BCS thanks WRG and the IWA for their ongoing support and help in so many ways.**



## **Agenda item 10**

### **Buckingham Canal Society 2014 - AGM resolution**

### **Trustee's recommendation to change to a Charitable Incorporated Organisation (CIO)**

2013 saw the long awaited culmination of the Buckingham Canal Society's aspiration to restore the canal take a major step forward with the award of grants followed by the relining and rewatering of the Bourton Meadow section. The transition of the society from the previous unincorporated charity to the CIO is now seen as a natural step as the focus shifts more toward restoration and the increased levels of activities further restoration projects may bring alongside associated risks and liabilities.

The restoration focus has already seen a greatly increased need for the formalisation of policies, procedures and practices both on and off project sites. As such, an important element of this evolution is to recognise the need for adherence to them throughout the work of the society whilst also aiming to ensure that our volunteers enjoy undertaking the tasks and we all have fun.

A Charitable Incorporated Organisation (CIO) is a relatively new form of legal entity designed for non-profit organisations with operations similar to ourselves. CIOs have been devised, and are being actively promoted, by the Charity Commission. The main benefits of this new type of entity are that it has: legal personality, the ability to conduct business in its own name, and limited liability so that its members and trustees will not have to contribute in the event of financial loss.

Charities can alternatively be formed as companies limited by guarantee which provide similar benefits. However, they then must be registered with, and comply with the regulations of, both Companies House and the Charity Commission. In contrast, the CIO only needs to register with the Charity Commission. This is anticipated to significantly reduce bureaucracy for the charity.

It is also necessary to adopt a new constitution in the form directed by the Charity Commission using their model constitution. We have tailored this standard format to include our specific requirements and the Objects of the Society have been transposed from the current constitution.

**As such the trustees of the Buckingham Canal Society unanimously recommend the resolution to transfer the Society to a CIO and adopt the revised constitution as per the resolution for the 2014 AGM.**

#### **NOTES:**

A copy of the draft Buckingham Canal Society constitution is on the following pages in this AGM pack.

Further details of CIOs and frequently asked questions about them are available on the Charity Commission website [www.charitycommission.gov.uk](http://www.charitycommission.gov.uk)

# Constitution of a Charitable Incorporated Organisation with voting members other than its charity trustees

This is based upon the Charity Commission's 'Association' Model Constitution

Date of constitution - Date of AGM – 1<sup>st</sup> February 2014

## 1. Name

The name of the Charitable Incorporated Organisation ("the CIO") is Buckingham Canal Society

## 2. National location of principal office

The CIO must have a principal office in England or Wales. The principal office of the CIO is in England

## 3. Objects

The objects of the CIO are

- To promote the restoration of the Old Stratford and Buckingham Arms of the Grand Union Canal (hereinafter together called "the Waterway") to good and navigable order and to promote the maintenance and improvement of the Waterway for the benefit of the public.
- To promote the fullest use of the Waterway by all forms of waterborne traffic and all forms of water-related commercial, local amenity, tourist and recreational activity for the public benefit.
- To promote the education of the public in the history and use of canals and waterways and the Waterway in particular.

## 4. Powers

The CIO has power to do anything which is calculated to further its object[s] or is conducive or incidental to doing so. In particular, the CIO's powers include power to:

- (1) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The CIO must comply as appropriate with sections 124 and 125 of the Charities Act 2011 if it wishes to mortgage land;
- (2) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- (3) sell, lease or otherwise dispose of all or any part of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011;
- (4) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of those clauses;
- (5) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the CIO to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;

## 5. Application of income and property

- (1) The income and property of the CIO must be applied solely towards the promotion of the objects.
  - (i) A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the CIO.
  - (ii) A charity trustee may benefit from trustee indemnity insurance cover purchased at the CIO's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.
- (2) None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO. This does not

prevent a member who is not also a charity trustee receiving:

- (i) a benefit from the CIO as a beneficiary of the CIO;
  - (ii) reasonable and proper remuneration for any goods or services supplied to the CIO.
- (3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6.

## **6. Benefits and payments to charity trustees and connected persons**

### **(1) General provisions**

No charity trustee or connected person may:

- (i) buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public;
  - (ii) sell goods, services, or any interest in land to the CIO;
  - (iii) be employed by, or receive any remuneration from, the CIO;
  - (iv) receive any other financial benefit from the CIO;
- unless the payment or benefit is permitted by sub-clause (2) of this clause, or authorised by the court or the Charity Commission ("the Commission"). In this clause, a "financial benefit" means a benefit, direct or indirect, which is either money or has a monetary value.

### **(2) Scope and powers permitting trustees' or connected persons' benefits**

- (a) A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way.
- (b) A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the CIO where that is permitted in accordance with, and subject to the conditions in, section 185 to 188 of the Charities Act 2011.
- (c) Subject to sub-clause (3) of this clause a charity trustee or connected person may provide the CIO with goods that are not supplied in connection with services provided to the CIO by the charity trustee or connected person.
- (d) A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
- (e) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.
- (f) A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.

### **(3) Payment for supply of goods only – controls**

The CIO and its charity trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied:

- (a) The amount or maximum amount of the payment for the goods is set out in a written agreement between the CIO and the charity trustee or connected person supplying the goods ("the supplier").
- (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
- (c) The other charity trustees are satisfied that it is in the best interests of the CIO to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.
- (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the



supply of goods to the CIO.

- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting.
- (f) The reason for their decision is recorded by the charity trustees in the minute book.
- (g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

**(4) In sub-clauses (2) and (3) of this clause:**

- (a) “the CIO” includes any company in which the CIO:
  - i. holds more than 50% of the shares; or
  - ii. controls more than 50% of the voting rights attached to the shares; or
  - iii. has the right to appoint one or more directors to the board of the company;
- (b) “connected person” includes any person within the definition set out in clause [30] (Interpretation);

**7. Conflicts of interest and conflicts of loyalty**

A charity trustee must:

- i. declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and
- ii. absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

**8. Liability of members to contribute to the assets of the CIO if it is wound up**

If the CIO is wound up, the members of the CIO have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

**9. Membership of the CIO**

**(1) Admission of new members**

**(a) Eligibility**

Membership of the CIO is open to anyone who is interested in furthering its purposes, and who, by applying for membership, has indicated his, her or its agreement to become a member and acceptance of the duty of members set out in sub-clause (3) of this clause.

A member may be an individual, a corporate body, or [an individual or corporate body representing] an organisation which is not incorporated.

**(b) Admission procedure**

The charity trustees:

- (i) may require applications for membership to be made in any reasonable way that they decide;
- (ii) may refuse an application for membership if they believe that it is in the best interests of the CIO for them to do so;
- (iii) shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 60 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal; and
- (iv) shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.

**(2) Transfer of membership**



Membership of the CIO cannot be transferred to anyone else [except in the case of an individual or corporate body representing an organisation which is not incorporated, whose membership may be transferred by the unincorporated organisation to a new representative. Such transfer of membership does not take effect until the CIO has received written notification of the transfer].

**(3) Duty of members**

It is the duty of each member of the CIO to exercise his or her powers as a member of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO.

**(4) Termination of membership**

- (a) Membership of the CIO comes to an end if :
  - i. the member dies, or, in the case of an organisation (or the representative of an organisation) that organisation ceases to exist; or
  - ii. the member sends a notice of resignation to the charity trustees; or
  - iii. any sum of money owed by the member to the CIO is not paid in full within six months of its falling due; or
  - iv. the charity trustees decide that it is in the best interests of the CIO that the member in question should be removed from membership, and pass a resolution to that effect.
- (b) Before the charity trustees take any decision to remove someone from membership of the CIO they must:
  - i. inform the member of the reasons why it is proposed to remove him, her or it from membership;
  - ii. give the member at least 21 clear days' notice in which to make representations to the charity trustees as to why he, she or it should not be removed from membership;
  - iii. at a duly constituted meeting of the charity trustees, consider whether or not the member should be removed from membership;
  - iv. consider at that meeting any representations which the member makes as to why the member should not be removed; and
  - v. allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses.

**(5) Membership fees**

The CIO may require members to pay reasonable membership fees to the CIO.

**(6) Informal or associate (non-voting) membership**

- a) The charity trustees may create associate or other classes of non-voting membership, and may determine the rights and obligations of any such members (including payment of membership fees), and the conditions for admission to, and termination of membership of any such class of members.
- b) Other references in this constitution to "members" and "membership" do not apply to non-voting members, and non-voting members do not qualify as members for any purpose under the Charities Acts, General Regulations or Dissolution Regulations.

**10. Members' decisions**

**(1) General provisions**

Except for those decisions that must be taken in a particular way as indicated in sub-clause (4) of this clause, decisions of the members of the CIO may be taken either by vote at a general meeting as provided in sub-clause (2) of this clause or by written resolution as provided in sub-clause (3) of this clause.

**(2) Taking ordinary decisions by vote**

Subject to sub-clause (4) of this clause, any decision of the members of the CIO may be taken by means of a resolution at a general meeting. Such a resolution may be passed by a simple majority of votes cast at the meeting.

**(3) Taking ordinary decisions by written resolution without a general meeting**

- a) Subject to sub-clause (4) of this clause, a resolution in writing agreed by a simple majority of all the members who would have been entitled to vote upon it had it been proposed at a general meeting shall be effective, provided that:
  - (i) a copy of the proposed resolution has been sent to all the members eligible to vote; and
  - (ii) a simple majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a member's agreement must be authenticated by their signature (or in the case of an organisation which is a member, by execution according to its usual procedure), by a statement of their identity accompanying the document, or in such other manner as the CIO has specified.
- b) The resolution in writing may comprise several copies to which one or more members has signified their agreement.
- c) Eligibility to vote on the resolution is limited to members who are members of the CIO on the date when the proposal is first circulated in accordance with paragraph (a) above.
- d) Not less than 10% of the members of the CIO may request the charity trustees to make a proposal for decision by the members.
- e) The charity trustees must within 21 days of receiving such a request comply with it if:
  - i. The proposal is not frivolous or vexatious, and does not involve the publication of defamatory material;
  - ii. The proposal is stated with sufficient clarity to enable effect to be given to it if it is agreed by the members; and
  - iii. Effect can lawfully be given to the proposal if it is so agreed.
- f) Sub-clauses (a) to (c) of this clause apply to a proposal made at the request of members.

#### **(4) Decisions that must be taken in a particular way**

- (a) Any decision to remove a trustee must be taken in accordance with clause 15(2).
- (b) Any decision to amend this constitution must be taken in accordance with clause 28 of this constitution (Amendment of Constitution).
- (c) Any decision to wind up or dissolve the CIO must be taken in accordance with clause 29 of this constitution (Voluntary winding up or dissolution). Any decision to amalgamate or transfer the undertaking of the CIO to one or more other CIOs must be taken in accordance with the provisions of the Charities Act 2011.

### **11. General meetings of members**

#### **(1) Types of general meeting**

There must be an annual general meeting (AGM) of the members of the CIO. The first AGM must be held within 18 months of the registration of the CIO, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' annual report, and must elect trustees as required under clause 13.

Other general meetings of the members of the CIO may be held at any time.

All general meetings must be held in accordance with the following provisions.

#### **(2) Calling general meetings**

- (a) The charity trustees :
  - (i) must call the annual general meeting of the members of the CIO in accordance with sub-clause of this clause, and identify it as such in the notice of the meeting; and
  - (ii) may call any other general meeting of the members at any time.
- (b) The charity trustees must, within 21 days, call a general meeting of the members of the CIO if :
  - (i) they receive a request to do so from at least 10% of the members of the CIO; and
  - (ii) the request states the general nature of the business to be dealt with at the meeting, and is authenticated by the member(s) making the request.

- (c) If, at the time of any such request, there has not been any general meeting of the members of the CIO for more than 12 months, then sub-clause (b)(i) of this clause shall have effect as if 5% were substituted for 10%.
- (d) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.
- (e) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.
- (f) Any general meeting called by the charity trustees at the request of the members of the CIO must be held within 28 days from the date on which it is called.
- (g) If the charity trustees fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.
- (h) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting.
- (i) The CIO must reimburse any reasonable expenses incurred by the members calling a general meeting by reason of the failure of the charity trustees to duly call the meeting, but the CIO shall be entitled to be indemnified by the charity trustees who were responsible for such failure.

### **(3) Notice of general meetings**

- (a) The charity trustees, or, as the case may be, the relevant members of the CIO, must give at least 14 clear days' notice of any general meeting to all of the members, and to any charity trustee of the CIO who is not a member.
- (b) If it is agreed by not less than 90% of all members of the CIO, any resolution may be proposed and passed at the meeting even though the requirements of sub-clause (3) (a) of this clause have not been met. This sub-clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations.
- (c) The notice of any general meeting must :
  - (i) state the time and date of the meeting;
  - (ii) give the address at which the meeting is to take place;
  - (iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and
  - (iv) if a proposal to alter the constitution of the CIO is to be considered at the meeting, include the text of the proposed alteration;
  - (v) include, with the notice for the AGM, the annual statement of accounts and trustees' annual report, details of persons standing for election or re- election as trustee, or where allowed under clause 22 (Use of electronic communication), details of where the information may be found on the CIO's website.
- (d) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.
- (e) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the CIO.

### **(4) Chairing of general meetings**

The person nominated as chair by the charity trustees under clause 19(2) (Chairing of meetings), shall, if present at the general meeting and willing to act, preside as chair of the meeting. Subject to that, the members of the CIO who are present at a general meeting shall elect a chair to preside at the meeting.

### **(5) Quorum at general meetings**

- (a) No business may be transacted at any general meeting of the members of the CIO unless a quorum is present when the meeting starts.
- (b) Subject to the following provisions, the quorum for general meetings shall be the greater of 5% or ten members. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person.

- (c) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.
- (d) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must either be announced by the chair or be notified to the CIO's members at least seven clear days before the date on which it will resume.
- (e) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.
- (f) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the trustees but may not make any decisions. If decisions are required which must be made by a meeting of the members, the meeting must be adjourned.

## **(6) Voting at general meetings**

- (a) Any decision other than one falling within clause 10(4) (Decisions that must be taken in a particular way) shall be taken by a simple majority of votes cast at the meeting. Every member has one vote.
- (b) A resolution put to the vote of a meeting shall be decided on a show of hands, unless (before or on the declaration of the result of the show of hands) a poll is duly demanded. A poll may be demanded by the chair or by at least 10% of the members present in person or by proxy at the meeting.
- (c) A poll demanded on the election of a person to chair the meeting or on a question of adjournment must be taken immediately. A poll on any other matter shall be taken, and the result of the poll shall be announced, in such manner as the chair of the meeting shall decide, provided that the poll must be taken, and the result of the poll announced, within 30 days of the demand for the poll.
- (d) A poll may be taken :
  - (i) at the meeting at which it was demanded; or
  - (ii) at some other time and place specified by the chair; or
  - (iii) through the use of postal or electronic communications.
- (e) In the event of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall have a second, or casting vote.
- (f) Any objection to the qualification of any voter must be raised at the meeting at which the vote is cast and the decision of the chair of the meeting shall be final.

## **(7) Representation of organisations and corporate members**

An organisation or a corporate body that is a member of the CIO may, in accordance with its usual decision-making process, authorise a person to act as its representative at any general meeting of the CIO.

The representative is entitled to exercise the same powers on behalf of the organisation or corporate body as the organisation or corporate body could exercise as an individual member of the CIO.

## **(8) Adjournment of meetings**

The chair may with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting.

# **12. Charity trustees**

## **(1) Functions and duties of charity trustees**

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee:

- (a) to exercise his or her powers and to perform his or her functions as a trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and

- (b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
  - (i) any special knowledge or experience that he or she has or holds himself or herself out as having; and
  - (ii) if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

## **(2) Eligibility for trusteeship**

- (a) Every charity trustee must be a natural person.
- (b) No one may be appointed as a charity trustee:
  - (i) if he or she is under the age of 16 years; or
  - (ii) if he or she would automatically cease to hold office under the provisions of clause 15(1)(f).
- (c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee.
- (d) At least one of the trustees of the CIO must be 18 years of age or over. If there is no trustee aged at least 18 years, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.

## **(3) Number of charity trustees**

- (a) There must be at least three charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.
- (b) There is no maximum number of charity trustees that may be appointed to the CIO.

## **(4) First charity trustees**

The first charity trustees of the CIO are –

**>>> TBA - Trustees to be named as voted in at AGM on 1<sup>st</sup> February 2014**

## **13. Appointment of charity trustees**

- (1) At every [subsequent] annual general meeting of the members of the CIO, one-third of the charity trustees shall retire from office. If the number of 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 one charity trustee, he or she shall retire;
- (2) The charity trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot;
- (3) The vacancies so arising may be filled by the decision of the members at the annual general meeting; any vacancies not filled at the annual general meeting may be filled as provided in sub-clause (5) of this clause;
- (4) The members or the charity trustees may at any time decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 15 (Retirement and removal of charity trustees), or as an additional charity trustee, provided that the limit specified in clause 12(3) on the number of charity trustees would not as a result be exceeded;
- (5) A person so appointed by the members of the CIO shall retire in accordance with the provisions of sub-clauses (2) and (3) of this clause. A person so appointed by the charity trustees shall retire at the conclusion of the next annual general meeting after the date of his or her appointment, and shall not be counted for the purpose of determining which of the charity trustees is to retire by rotation at that meeting.



#### **14. Information for new charity trustees**

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

- (a) a copy of this constitution and any amendments made to it; and
- (b) a copy of the CIO's latest trustees' annual report and statement of accounts.

#### **15. Retirement and removal of charity trustees**

- (1) A charity trustee ceases to hold office if he or she :
  - (a) retires by notifying the CIO in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
  - (b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated;
  - (c) dies;
  - (d) in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months;
  - (e) [is removed by the members of the CIO in accordance with sub-clause (2) of this clause;] or
  - (f) is disqualified from acting as a charity trustee by virtue of section 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- (2) A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a general meeting of the members called for that purpose and properly convened in accordance with clause [11], and the resolution is passed by a simple majority of votes cast at the meeting.
- (3) A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the CIO.

#### **16. Reappointment of charity trustees**

Any person who retires as a charity trustee by rotation or by giving notice to the CIO is eligible for reappointment.

#### **17. Taking of decisions by charity trustees**

Any decision may be taken either:

- at a meeting of the charity trustees; or
- by resolution in writing or electronic form agreed by all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more charity trustees has signified their agreement.

#### **18. Delegation by charity trustees**

- (1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions, or revoke the delegation.
- (2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements -
  - (a) a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee;
  - (b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and
  - (c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.



## **19. Meetings and proceedings of charity trustees**

### **(1) Calling meetings**

- (a) Any charity trustee may call a meeting of the charity trustees.
- (b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.

### **(2) Chairing of meetings**

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair that meeting.

### **(3) Procedure at meetings**

- (a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is [two] charity trustees, or the number nearest to [one third] of the total number of charity trustees, whichever is greater, or such larger number as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- (b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.
- (c) In the case of an equality of votes, the chair shall have a second or casting vote.

### **(4) Participation in meetings by electronic means**

- (a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants.
- (b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes

## **20. Saving provisions**

- (1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:
  - who was disqualified from holding office;
  - who had previously retired or who had been obliged by the constitution to vacate office;
  - who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.
- (2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

## **21. Execution of documents**

- (1) The CIO shall execute documents either by signature or by affixing its seal (if it has one).
- (2) A document is validly executed by signature if it is signed by at least two of the charity trustees.
- (3) If the CIO has a seal:
  - (a) it must comply with the provisions of the General Regulations; and
  - (b) it must only be used by the authority of the charity trustees or of a committee of charity trustees duly authorised by the charity trustees. The charity trustees may determine who shall sign any document to which the seal is affixed and unless otherwise determined it shall be signed by two charity trustees.

## **22. Use of electronic communications**

### **(1) General**

The CIO will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

- (a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;
- (b) any requirements to provide information to the Commission in a particular form or manner.

### **(2) To the CIO**

Any member or charity trustee of the CIO may communicate electronically with the CIO to an address specified by the CIO for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the CIO.

### **(3) By the CIO**

- (a) Any member or charity trustee of the CIO, by providing the CIO with his or her email address or similar, is taken to have agreed to receive communications from the CIO in electronic form at that address, unless the member has indicated to the CIO his or her unwillingness to receive such communications in that form.
- (b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website –
  - (i) provide the members with the notice referred to in clause 11(3) (Notice of general meetings);
  - (ii) give charity trustees notice of their meetings in accordance with clause 19(1) (Calling meetings);
- (c) The charity trustees must :
  - (i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal;
  - (ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

## **23. Keeping of Registers**

The CIO must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, registers of its members and charity trustees.

## **24. Minutes**

The charity trustees must keep minutes of all:

- (1) appointments of officers made by the charity trustees;
- (2) proceedings at general meetings of the CIO;
- (3) meetings of the charity trustees and committees of charity trustees including:
  - the names of the trustees present at the meeting;
  - the decisions made at the meetings; and
  - where appropriate the reasons for the decisions;
- (4) decisions made by the charity trustees otherwise than in meetings.

## **25. Accounting records, accounts, annual reports and returns, register maintenance**

- (1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of accounts, and to the preparation of annual reports and returns. The statements of accounts, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the financial year end.
- (2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities...

## **26. Rules**

The charity trustees may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the CIO, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of

any such rules or bye laws currently in force must be made available to any member of the CIO on request.

## **27. Disputes**

If a dispute arises between members of the CIO about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

## **28. Amendment of constitution**

As provided by clauses 224-227 of the Charities Act 2011:

- (1) This constitution can only be amended:
  - (a) by resolution agreed in writing by all members of the CIO; or
  - (b) by a resolution passed by a 75% majority of votes cast at a general meeting of the members of the CIO.
- (2) Any alteration of clause 3 (Objects), clause 29 (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Charity Commission.
- (3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.
- (4) A copy of any resolution altering the constitution, together with a copy of the CIO's constitution as amended, must be sent to the Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities.

## **29. Voluntary winding up or dissolution**

- (1) As provided by the Dissolution Regulations, the CIO may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the CIO can only be made:
  - (a) at a general meeting of the members of the CIO called in accordance with clause 11 (Meetings of Members), of which not less than 14 days' notice has been given to those eligible to attend and vote:
    - (i) by a resolution passed by a 75% majority of those voting, or
    - (ii) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or
  - (b) by a resolution agreed in writing by all members of the CIO.
- (2) Subject to the payment of all the CIO's debts:
  - (a) Any resolution for the winding up of the CIO, or for the dissolution of the CIO without winding up, may contain a provision directing how any remaining assets of the CIO shall be applied.
  - (b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the CIO shall be applied.
  - (c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the CIO.
- (3) The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:
  - (a) the charity trustees must send with their application to the Commission:
    - (i) a copy of the resolution passed by the members of the CIO;
    - (ii) a declaration by the charity trustees that any debts and other liabilities of the CIO have been settled or otherwise provided for in full; and
    - (iii) a statement by the charity trustees setting out the way in which any property of the CIO has been or is to be applied prior to its dissolution in accordance with this constitution;
  - (b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the CIO, and to any charity trustee of the CIO who was not privy to the application.
- (4) If the CIO is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

### 30. Interpretation

In this constitution:

**“connected person”** means:

- (a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;
- (b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;
- (c) a person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;
- (d) an institution which is controlled –
  - (i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or
  - (ii) by two or more persons falling within sub-clause (d)(i), when taken together
- (e) a body corporate in which –
  - (i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or
  - (ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

**“General Regulations”** means the Charitable Incorporated Organisations (General) Regulations 2012.

**“Dissolution Regulations”** means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

**The “Communications Provisions”** means the Communications Provisions in [Part 10, Chapter 4] of the General Regulations.

**“Charity trustee”** means a charity trustee of the CIO.

A **“poll”** means a counted vote or ballot, usually (but not necessarily) in writing

## Draft – for adoption at AGM 1<sup>st</sup> February 2014

### Drafted 31<sup>st</sup> October 2013



Jan 2013 – our patrons cut the first Sod cut in the snow at Bourton Meadow ready for the grant announcement.



September 2013 - Bourton Meadow – now fully in water.





# Do you dig canals? ....We do!

Thank you for coming along to our AGM. Do you feel you could help us further? Below are just some of the things we do that you can get involved in. Please come and have a chat with any of the members of the committee.

If you already are part of it, then thank you and please show this to someone new so they can get involved as well.

Publicity	Planning	Projects	Event organiser
Fundraising	Become a trustee	Conservation	Restoration
Brickwork	Maintenance	Digging	Hedge Laying
Grant writing	Budgeting	Recruiting	Heritage
Lengths-person	Journalist	Editor	Project Manager
and many others!			

Please use this document, which incorporates a variety of information about some of our activities, to promote the work of the Buckingham Canal Society to a friend / neighbour / colleague / relative or other interested people.



Fish and chip supper at Cosgrove festival July 2013



Past, present and future chairmen of BCS at the Bourton meadow re-opening October 2013