

## **CARLISLE DIOCESAN BOARD OF FINANCE LIMITED**

**NOTES** of the **ANNUAL GENERAL MEETING** of the **CARLISLE DIOCESAN BOARD OF FINANCE LTD** held via video link on Wednesday, 30th September 2020. [NB see minutes relating to the quorum. These notes should be read in conjunction with the formal minutes from the reconvened AGM held on 10 October 2020.]

Before the meeting began Mr Johnson informed those present that the meeting was 3 members short of being quorate, but he would run the meeting as if it were. Members were asked to vote on the resolutions using the polling facility, and although the outcomes could not be accepted formally they would be noted for when the AGM reconvenes, at which time we only require 1 member to be in attendance to make us quorate.

### **Attendance**

57 members were present and 6 apologies for absence were received.

### **Chairman's remarks**

My Johnson explained that the meeting is being held in September because due to the current Covid pandemic auditors had not been able to attend Church House. We are allowed by law to defer an AGM for 9 months after the year end and the government had legislated to allow AGMs to happen this year by video conference up to the end of September. Hence the date and nature of the meeting. The accounts have now been audited and My Johnson wanted to give particular thanks to the Church House staff who, behind the scenes, have been keeping the Diocesan administration going. My Johnson also wanted to pay tribute to his fellow trustees who do a very productive job and some of whom are volunteers.

### **Minutes of the 2019 Annual General Meeting**

The minutes of the meeting held on 18th June 2019 were approved.

### **Matters arising from the minutes other than those on the agenda**

No other matters arising were reported.

### **Report and Accounts for the year ended 31st December 2019**

Mr Johnson introduced the Report and Accounts by drawing attention to the introductory sheet provided by Ric Jaques which explains the circumstances of the AGM, then the Trustees Report which the members had been provided with. The full annual accounts along with the Trustees Report would be sent to Companies House and the Charity Commission and were available to members upon request.

He explained that there had been a Bishops Task Group set up in the light of the Covid-19 pandemic to make recommendations on the best operational and financial ways forward and that those recommendations will be presented at Diocesan Synod on the 10<sup>th</sup> of October for discussion.

He then proposed the following resolution, which was carried with no votes against:

“To receive and adopt the report of the Directors and Trustees together with the annual accounts. “

### **Appointment of Auditors for the following year**

Mr Johnson proposed that we reappointed Dodd and Co as our auditors and the following resolution was carried with no votes against:

“That Dodd and Co be reappointed as Auditors to the Diocesan Board of Finance for 2020.”

A member suggested that it was good practice to review and tender for auditors from time to time and Mr Johnson agreed that this was the case.

### **Directors Term of Office**

Mr Cook proposed the following resolution, which was carried with no votes against:

“Upon the date of retirement by rotation of James Alfred Earlam Johnson as a director of the Company in accordance with Article 35 of the Company’s articles of association, to re-appoint James Alfred Earlam Johnson as a director of the Company with immediate effect, for a term of one year, to end on 31 December 2021.”