

## 1 Attendees

42 members attended the Zoom part of AGM held on 13<sup>th</sup> May 2021 and a further 31 who did not attend registered their vote, making a total of 73. Quorum for the AGM was achieved. In total 65 valid votes were recorded: 34 attended the AGM and subsequently voted; 25 voted only via online; 6 submitted a postal vote. Apologies received from Chris Ward, Malcolm and Glenis Capps, Ced and Val Shurben.

## 2 Committee's Opening Remarks

Les Wylde welcomed attendees to the 11<sup>th</sup> AGM of Woodhall Spa U3A which with the safety of members in mind, the Committee had chosen to present via Zoom followed by Voting using Google Forms. Voting closed on 27<sup>th</sup> May 2021 at 23:59. Members were advised that the AGM will be recorded to enable Minutes to be taken and will be deleted once no longer required. Les reported that 209 members had subscribed to Woodhall Spa u3a for 2021/22.

## 3 Matters Arising from Previous Minutes

There had been no notification of any matters arising from the previous minutes of the last AGM held on 13<sup>th</sup> August 2020, and no issues were raised by the audience. This being the case Les requested a proposer and a seconder for the acceptance of the previous minutes.

**John Cotton proposed acceptance and Peter Ellis seconded the motion. 64 voted FOR, 0 AGAINST therefore Minutes of 13/08/20 accepted.**

There had been no notification of any matters arising from the minutes of the SGM AGM held on 21<sup>st</sup> December 2020, and no issues were raised from the audience. This being the case Les requested a proposer and a seconder for the acceptance of the previous minutes.

**Judy Binks proposed acceptance and Pauline Plummer seconded the motion. 65 voted FOR, 0 AGAINST therefore Minutes of 21/12/20 accepted.**

## 4 Chairman's Report - Les Wylde

*This year has been dominated by finding ways of responding to the challenges posed by COVID-19. This time last year many of us were expecting a return to something like normal in the next few months, yet here we are, a year later, still finding ways to respond. So firstly a big thank you to you our members, various group leaders and committee members for being innovative and committed to finding ways to keep us going.*

*The committee continued to meet on a monthly basis throughout the year and much of May and June last year, was spent keeping up with, interpreting, advising and implementing the ever changing regulations being imposed by the government and disseminated by National Office. The issue of the bi-monthly Newsletter became a much anticipated event, and Helen deserves a big thank you for putting it all together, alongside all of you who have kept us amused and interested by your varied contributions. During the summer we set up a small sub-committee to bring forward ideas of things we could all do to help us all continue to laugh, live and learn and get that sorely-missed and important social interaction. We started to see the outcome of the ideas in September and October when we held the first Picnic in the Park and the Treasure Hunt, superbly organised by Wendy. A highlight has been the two litter picking mornings and a big thank you to David for organising these and to those who took part. As the winter months approached and we were catapulted back into lockdown, it became apparent that one way forward was to reinstate monthly meetings using the Zoom platform.*

*The first of these was the very successful and enjoyable Christmas meeting with a sing-along with Sarah-Jane. The success of this emboldened us to have a Zoom quiz for the January*

*meeting. Zoom tutorials were provided to encourage more members to participate and this resulted in a very enjoyable quiz. For January, February and March the format moved to that of a normal monthly meeting, with business followed by a talk and we have experienced the Ghosts of Hampton Court, been amazed and entertained by Charles Dickens, Conjuror and enjoyed the music, the songs and their historical background of the singing group, Fools Gold. There is little doubt that an advantage of Zoom is that it allows us access to a wide range of high quality speakers and entertainers. Zoom is also allowing us to have a somewhat more normal AGM this year, albeit in two parts, the first a Zoom presentation of the usual reports, followed by voting on Google Forms, part of the voting involves approving changes to our constitution to additionally allow electronic and digital meetings in the future.*

*We are welcoming five new members onto the committee this year and they will bring new ideas as we move forward. This is my final annual report as chairman and I would like to thank all our committee members for their hard work and support, it has been a privilege and a pleasure to work with them all and it has made my role as chairman very enjoyable and has kept our u3a vibrant during the COVID hiatus.*

***Barbara Michaelides proposed acceptance of the Chairman's report and Jean Ellis seconded the motion. 65 voted FOR, 0 AGAINST therefore Chairman's Report accepted.***

## **5 Treasurer's Report - Wendy Cotton**

*I have presented the accounts which have been audited and agreed.*

*The balance at the main bank account as at 31 March 2021 was £8777.93.*

*You will see from the notes to accounts that all equipment we own is written off in the year it was purchased as it has a negligible resale value.*

*The Outings Group – Social Account present separate accounts and their bank balance as at 31 March 2021 was £339.70. Last year all planned outings were cancelled and refunds obtained and members reimbursed. I would like to thank the outings committee and Pauline Plummer for her good work as Treasurer of the Outings Group.*

*The groups are now responsible for their own finances, paying rentals for accommodation, etc. and reporting their income and expenditure quarterly to the treasurer. I have detailed those groups who hold money as at 31 March 2021. I would like to thank Malcolm Capps for his assistance in managing the group finances.*

*Subscriptions are not always paid in the year they apply, some are paid early, some on time but many late! The final note to the accounts explains how this is accounted for. There were 233 members last year giving a total income of £3495.*

*As you will see gift aid is a substantial sum (£540.43) and is a helpful source of income. I would ask that all of you who are tax payers to consider gift aiding your membership subscriptions. I wish to point out that this is at no extra cost for yourselves.*

*You will also see that I have included a budget for the coming year. It is a difficult judgement to make as we are still unsure of when meetings can be held although Zoom is being employed, and paid for, to enable meetings with speakers to go ahead. I have allowed extra for printing*

*and stationery as we are printing newsletters for those unable to access via a computer link and less for AGM, committee expenses and group leaders' 'do' as we expect to save on these by using a change of venues.*

**Lynn Noel proposed acceptance of the Treasurer's Report and Irene Derwent seconded the motion. 63 voted FOR, 0 AGAINST therefore Treasurer's Report accepted.**

## **6 Group Co-ordinator's Report - Malcolm Capps**

In Malcolm's absence, Les presented Malcolm's report.

*It has been a hard year for the groups and therefore on your behalf I would like to thank the group leaders for their hard work and effort.*

*Some groups because of their very nature have found it impossible to carry on activities, others have moved on line and others have been on, then off, then on. I suppose we can judge how important they are to us by how much we missed them. Thank you to you all, for trying to keep your groups together.*

*There are thirty two groups. Five Groups have no leader at present. A situation which cannot continue for too long. When groups are able to meet physically together there will have to be some reorganisation. New venues may have to be arranged. A number of groups have closed and some may need to reform. e.g. French, ballroom dancing, Scrabble and Reading 1*

*Some have joined national groups on line and have enjoyed the experience. This could be the start of groups which follow national courses in local groups.*

*Woodhall Spa u3a has also participated in the u3a National High Street Survey and the National Extensive Urban Survey recording the history of Woodhall Spa and its place in Lincolnshire.*

*The National Office defines interest groups as "groups which are chosen and run by the members, for the members. They come together to continue their educational, social and creative interests in a friendly and informal environment."*

*They are your groups. Although most groups have leaders, please don't be passive members. Be active. Be involved. Offer to help.*

## **7 Introduction to Executive Committee and Officers for 2021/22**

The following Committee members have agreed to serve for a further year in their current role:

Wendy Cotton	Treasurer
Paul Membrey	Asset Manager/ V Chair
Pauline Plummer	Outings Treasurer
Helen Sawyer	Communications Officer

**Judy Binks proposed acceptance of the Committee and Ced Shurben seconded the motion. 64 voted FOR, 0 AGAINST therefore Committee Members in current roles accepted.**

***Bob Aspinall proposed acceptance of and Judy Binks seconded the proposal to appoint Malcolm Capps as Chairman. 62 voted FOR, 0 AGAINST therefore Malcolm Capps confirmed as Chairman.***

***Hilary Betty proposed acceptance of and Elizabeth Leech seconded the proposal to appoint David Bennett as Business Secretary. 62 voted FOR, 0 AGAINST therefore David Bennett confirmed as Business Secretary.***

***Margaret Peacock proposed acceptance of and Pat Parry seconded the proposal to appoint Ann Fletcher as Membership Secretary. 63 voted FOR, 0 AGAINST therefore Ann Fletcher confirmed as Membership Secretary.***

***John Cotton proposed acceptance of and Diane Taylor seconded the proposal to appoint David Spratt as Website Administrator. 64 voted FOR, 0 AGAINST therefore David Spratt confirmed as Website Administrator.***

***Andy Lister proposed acceptance of and John Cotton seconded the proposal to appoint Claire Rolfe as Programme Secretary. 62 voted FOR, 0 AGAINST therefore Claire Rolfe confirmed as Programme Secretary.***

***Finally, Jackie Stevens proposed acceptance of and Ced Shurben seconded the proposal to appoint Val Shurben as Groups Co-ordinator. 65 voted FOR, 0 AGAINST therefore Val Shurben confirmed as Groups Co-ordinator.***

## **8 Appointment of Independent Examiner of Accounts for 2021/22**

***Jean Ellis proposed acceptance of and Ann Fletcher seconded the proposal to appoint Charles Hickman to the role of Auditor for next year's accounts. 63 voted FOR, 0 AGAINST therefore Charles Hickman confirmed as Auditor for next year's accounts.***

## **9 Proposed Changes to Woodhall Spa u3a Constitution**

*Your Committee appreciates that this Resolution may seem as though we have put the cart before the horse given that we are holding this AGM via Zoom and using Google Forms, but we are following the guidance from the Charity Commission.*

*Although the Charity Commission assures us that their approach to regulation during this uncertain period will be as flexible and pragmatic as possible in the public interest, they advise that our Constitution should be amended to allow General Meetings and voting to be held by electronic means.*

*In the interim, if we decide to hold General Meetings other than in person, we should document fully and record why, and that we have done this to demonstrate good governance of our charity – which we have done.*

*As required by our Constitution, these changes have been approved by the Trust.*

*For this resolution to be passed, we require not less than two thirds of members to approve it. The Committee therefore asks all members to approve this resolution which will allow us to run your Charity appropriately and safely for its members.*

**Date & Time:** 13<sup>th</sup> May 2021 14:30

**Venue:** Zoom & Google Forms

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Jacky Merrison asked the Committee to ensure that all members were considered when deciding the format of the AGM, so members without access to IT were not excluded. Les advised that members without email addresses will receive a paper Voting Pack. Carmel Sefton confirmed that it is included as part of the Constitution changes that accessibility is taken into consideration and the Committee will continue to learn, and adapt the format to suit its members. It was acknowledged that it is always a fine balancing act to find a format which suits all.

Barbara Michaelides noted that post Covid there will be the ability for groups to meet in households if they wish to attend Zoom meetings but don't have access themselves.

Helen Sawyer sought to reassure Jacky by advising that all members who did not provide an email address, have received printed Newsletters and Documentation throughout the Pandemic, to ensure they do not feel excluded.

Jacky Merrison thanked the Committee for their reassuring comments.

***Barbara Michaelides proposed acceptance of and John Cotton seconded the proposal to amend the Constitution of Woodhall Spa u3a to allow electronic participation and voting in general meetings, as requested by the Charity Commission. 64 voted FOR, 0 AGAINST therefore proposed changes accepted to the Constitution of Woodhall Spa u3a.***

## **10 Any Other Notified Business**

Les Wylde reminded all members of the importance to vote when the link arrives, and thanked them for their attendance today.

Les was presented with a bottle of wine and Wendy Cotton thanked him on behalf of the u3a members for his 3 years as Chairman and over 6 years on the Committee.

As no other notified business had been advised, the AGM closed at 15.15 pm.

**Minutes Approved:**

Malcolm Capps

# Minutes of the Eleventh Woodhall Spa U3A AGM



Date & Time: 13<sup>th</sup> May 2021 14:30

Venue: Zoom & Google Forms

## Appendix 1 : Accounts

WOODHALL SPA U3A				WOODHALL SPA U3A			
Income & Expenditure Account For year ended 31 March 2021				Notes to Accounts For year to 31 March 2021			
	Current Year 2020-2021	Previous Year 2019-20	Budget for 2021-2022				
<b>Income</b>				<b>Assets</b>			
Subscriptions Current Year	1230.00	3690.00	2500.00	The only asset held is the bank balance:		8777.93	
Subscriptions 2021/22	1925.00			<b>Bank Reconciliation</b>			
Gift Aid	540.43	641.25	450.00	Balance as per Bank Statement 31/03/21	8777.93		
Diaries	0.00	0.00		Less unrepresented Cheques	0.00	0	
Calendars	0.00	0.00		Balance as per Cash Book 31/03/21		8777.93	
Donations	0.00	0.00		<b>Equipment</b>			
Room Hire - Groups	0.00	135.00		All other assets eg speaker equipment, computers, etc are written off in the year purchased			
<b>Total Income</b>	<b>3695.43</b>	<b>4466.25</b>	<b>2950.00</b>	<b>Outings</b>			
<b>Expenditure</b>				Balance b/f 2019-20			789.10
Per Capita (Capitation)	948.50	882.00	900.00	Peterborough – Greyhound Racing	558.60	1008.00	
AGM	0.00	243.20	30.00	Sledmere House & Gardens	84.00	84.00	
Monthly Meetings	128.16	408.94	250.00	Chicago – Lincoln Operatic	810.00	810.00	
Monthly Speakers	235.00	485.00	800.00	Tolthorpe – Love's Labour's Lost	340.00	340.00	
Direct Mail – TAM	364.48	570.50	500.00	<b>TOTALS:</b>	<b>1792.60</b>	<b>2242.00</b>	
Group Leaders Meeting	0.00	270.00	100.00	Balance to carry forward – agrees with Social Account Bank balance			339.70
Group Grants	0.00	98.06	100.00	<b>Groups</b>			
Newsletter Printed	264.32	37.00	150.00	Balances held by groups – only those groups with a cash holding are listed			
Printing & Stationery	12.99	114.45	75.00	Balroom	19.30		
Web Site (Net Nerd)	68.38	68.38	75.00	Country Dancing	177.50		
Committee Expenses	0.00	155.85	150.00	Military History	104.61		
Fixed Assets (Speakers & Mics)	0.00	97.27		Plus a Credit at Cottage Museum (Rent paid in advance)	110.00		
Anniversary/Celebrations	0.00	247.33		Painting & Drawing	278.73		
Room Hire – Groups	0.00	214.30		<b>TOTAL to carry forward</b>			690.14
Bank Charges	0.00	0.00		<b>Subscriptions</b>			
Other	6.00	55.44	100.00	Brought forward from 2019-20	2,265.00		
<b>Total Expenditure</b>	<b>2027.83</b>	<b>3945.72</b>	<b>3230.00</b>	Plus Received 2020-21	3,155.00		
<b>Excess/(Deficit)</b>	<b>1667.60</b>	<b>520.53</b>	<b>-280.00</b>	Less Paid in Advance for 2021-22	1,925.00		
Balance brought forward 01/04/20	7110.33			Total for Current Year 2020-21		3495.00	
<b>Total Balance as at 31/03/21</b>	<b>8777.93</b>			@ £15 per member = total members			233



The Woodhall Spa U3A 2020-21 Annual Accounts prepared by:

Wendy Cotton – Treasurer  
Signed: *Wendy Cotton* Date: 1/5/21

The Woodhall Spa U3A 2020-21 Annual Accounts agreed by:

Les Wylde – Chair  
Signed: *Les Wylde* Date: 1/5/21

I have examined the Woodhall Spa U3A 2020-21 Annual Accounts and, in my opinion they are in agreement with the bank account, and give a true and fair record of the Group's affairs as at 31 March 2021

Name: *A.C.J. HICKMAN*  
Signed: *A.C.J. Hickman* Date: 1.5.2021

**Date & Time:** 13<sup>th</sup> May 2021 14:30

**Venue:** Zoom & Google Forms

## Appendix 2 : Proposed Changes to Woodhall Spa u3a Constitution

Resolution 1: As requested by the Charity Commission, to amend the Constitution of Woodhall Spa u3a to allow electronic participation and voting in general meetings :

Proposed Number	Proposed wording or new clause	Current Number	Current Wording
14ii add at end	The notice shall specify the format of the meeting, format of voting and how members may participate as defined in clause 16i.	14ii	
15 add at end	The notice shall specify the format of the meeting, format of voting and how members may participate as defined in clause 16i.	15	
16	<b>FORMAT, NOTICES, COMMUNICATIONS AND PROCEDURE AT ANNUAL AND SPECIAL GENERAL MEETINGS</b>	16	<b>NOTICES, COMMUNICATIONS AND PROCEDURE AT ANNUAL AND SPECIAL GENERAL MEETINGS</b>
16i (new)	<p>A general meeting (including an annual general meeting) may be held that allows attendance in person or by suitable electronic means only or by a hybrid of in person and electronic means.</p> <p>The chosen format including methods of voting will be determined by the Executive Committee. Where the Executive Committee determines that a general meeting is to be held using electronic means, such determination shall be set out in the notice of general meeting sent to members, together with details of how a member may participate in such a meeting.</p> <p>Where the Executive Committee determines that a general meeting is to be held by electronic means only, such determination shall be set out in the notice of general meeting sent to members, along with an explanation of the exceptional circumstances which require the general meeting to be held by electronic means only. For the purposes of this clause “exceptional circumstances” means circumstances which in the reasonable opinion of the Executive Committee render it impossible to hold an</p>		

# Minutes of the Eleventh Woodhall Spa U3A AGM



**Date & Time:** 13<sup>th</sup> May 2021 14:30

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	<p>effective and safe general meeting in person or by a combination of meeting in person and through electronic means.</p> <p>When deciding on the format and the voting methods, the Executive Committee will take into consideration safety, inclusivity, cost, control and active participation of members.</p>		
16ii to 16iv	All subsequent paragraph numbers to be adjusted accordingly	16i to 16iii	
16v(new)	Where the notice of a general meeting allows members to attend by electronic means, members will be considered present in person and will count towards the quorum for the relevant meeting.		
16vi (new)	Proceedings at a general meeting held using electronic means will not be invalidated due to technical issues which prohibit members from joining such meeting electronically, so long as a sufficient number of members to form a quorum is present in person or is able to join the meeting successfully.		
16vii to 16x	All subsequent paragraph numbers to be adjusted accordingly	16iv to 16vii	
16xi	The Executive Committee may choose to use any existing or emerging technologies to handle voting as long as there is control that ensures only valid votes are counted. Voting by these means will be considered as if members were present in person. Where such a voting mechanism is to be used for a meeting, the notice of meeting will set this out.		
16xii	The Executive Committee may choose to allow voting by proxy. If selected, the Executive Committee will define what constitutes a valid Proxy Notice. Where such a voting mechanism is to be used for a meeting, the notice of meeting will set this out.		