

Minute/Decision Summary
Meeting- St. Ann's Development Board – Special Meeting
Date – Tuesday 20th October 2009, 1.00 – 3.00 p.m.

Members: David Coleman (**DC**) – Chair and Local Ward Councillor, Jim Fenwick (**JF**) – Vice Chair and Mount Pleasant, Paul Thomas (**PT**) – Tilery, Dave White (**DW**) – Tilery, Natasha Peebles (**NP**) – Portrack, Dorothy Enderwick (**DE**) – Portrack, Kath Allison (**KA**) – Mount Pleasant, Dave Brunskill (**DB**) – Stockton Police and Michael Glenn (**MG**) – Business Representative

Advisors and Observers: Anthony Simms (**AS**) – Portrack, Di Simms (**DS**) – Children and Young People, Jean Hindmarsh (**JH**) – Mount Pleasant, Ged Morton (**GM**) – Legal, Sophie Richardson (**SR**) – Partnership and Engagement Team, Dawn Welsh (**DW**) – Partnership and Engagement Team and Darren Morton (**DM**) – Partnership and Engagement Team

Apologies: Vera Walker, Pat Thomas, Haleem Ghafoor, Dave Lupton and Paul Kirton

ITEM/ISSUE	DOI	COMMENTS/ DECISION	ACTION	Does it need Council approval	Are any other boards affected?	CONTACT
1. Welcome and Introductions Board members and advisors were welcomed to the meeting.		Noted				Sophie Richardson SBC 01642 526026
2. Apologies Noted above		Noted				Sophie Richardson SBC 01642 526026
3. Declarations of Interest None received		Noted				Sophie Richardson SBC 01642 526026
4. Minutes from Previous Meeting on 9th September 2009. Minutes will be referred to the Board meeting on Thursday 5 th November 2009.		Noted				Sophie Richardson SBC 01642 526026

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SPECIAL MEETING						
5. Company Name Dave Lupton from Marketing at SBC had prepared some information with ideas of a new company name and strap line for the Board. The information was circulated in Dave's absence. The Board considered the proposals.		Agreed to keep the name of St. Ann's Development Board	SR to: 1. Inform Dave of the decision and thank him for his work to date.			Sophie Richardson SBC 01642 526026
6. Company Limited by Guarantee Overview. Ged Morton from Legal provided the Board with an overview of some of the key characteristics and benefits of becoming a Company Limited by Guarantee with Charitable Status as discussed at previous meetings		Noted				Ged Morton SBC 01642 528771
7. Roles and Responsibilities Ged Morton from Legal provided the Board with an overview of the roles and responsibilities of Directors and Guarantors of a Company Limited by Guarantee.		Noted				Ged Morton SBC 01642 528771
8. Proposals for Company Limited by Guarantee Proposals for the Board to discuss and agree was circulated. a. Name of Company The Board agreed the name of the new company would be the same as the existing partnership.		Agreed for the new company to be called 'St. Ann's Development Board				

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<p>b. Objectives of the Company Objectives have been taken from the Charity Commissions, these objectives enable the Board to work within the NE area but to also expand outside of this geographical area. The following objectives were agreed:</p> <ul style="list-style-type: none"> a. the prevention and relief of poverty b. the advancement of education c. the advancement of health or the saving of lives d. the advancement of citizenship or community development e. the advancement of the arts, culture, heritage or science f. the advancement of amateur sport g. the advancement of human rights, conflict resolution or reconciliation or the promotion of religious or racial harmony or equality and diversity h. the advancement of environmental protection or improvement i. the relief of those in need, by reason of youth, age, ill health, disability, financial hardship or other disadvantage j. the promotion of the efficiency of the armed forces of the Crown or of the police, fire and rescue services or ambulance services. k. other purposes currently recognised 		<p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed. Objections received by David Coleman and Paul Thomas</p> <p>Agreed</p>				

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<p>as charitable and any new charitable purposes which are similar to another charitable purpose</p> <p>c. Members of the Company The members of the company do not own the company but are the decision makers for the company. Members may appoint Directors often called “Directors” who are given the responsibility for creating and implementing policies for the company.</p> <p>The Board agreed they want a Local Ward Councillor from Stockton Town Centre Ward and Norton South as Members of the Company.</p> <p>d. Directors of the Company (Guarantors) Directors are responsible for the management of the company and are responsible by law for ensuring that the company does everything that is obliged to do by law.</p> <p>The Board agreed the following would be directors on the Board and vacant positions would look to be filled before all necessary paperwork is sent away. However Directors</p>		<p>Noted</p> <p>Agreed to approach Local Ward Councillors to become Members of the Company</p> <p>Noted</p>	<p>SR to:</p> <p>1. Meet with Local Ward Councillors to identify interest in becoming Members of the Company</p>			<p>Sophie Richardson SBC 01642 526026</p>

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<p>can be added to the Company once all paperwork has been completed.</p> <p>Portrack Natasha Peebles Dorothy Enderwick</p> <p>Tilery Paul Thomas Dave White</p> <p>Victoria Vera Walker Pat Thomas</p> <p>Mount Pleasant Kath Allison Jim Fenwick</p> <p>Queen's Park Vacant position Vacant position</p> <p>Faith Representative Sarah Toop</p> <p>Business Representative Michael Glenn</p> <p>Public Services Champion Dave Brunskill</p>		<p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p> <p>Agreed</p>				

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<p>Children and Young People Representatives Vacant position Vacant position</p> <p>Black and Minority Ethnic Representatives Vacant position Vacant position</p> <p>e. Company Secretary The Company Secretary is responsible for ensuring that the administrative responsibilities set out in company law are properly carried out. The Company Secretary has no additional powers unless they are explicitly delegated by the Board of Directors. You can register a company without a Company Secretary, but you can not register with the Charity Commission without a Company Secretary.</p> <p>The Board are to further consider possibilities for a Company Secretary and look at potential funding or budget available to buy in this service</p>		<p>Agreed Agreed</p> <p>Agreed Agreed</p> <p>Noted</p>	<p>2. have further discussions with the Chair and DW to identify potential options for the Board to consider</p>			<p>Sophie Richardson SBC 01642 526026</p>

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f. Voting Rights The Board agreed for each Director to have a vote, with a 50% majority.		Agreed				
9. Next Steps The Board will now need to complete all necessary paperwork to be submitted to Companies House and the Charity Commission. The process should take no longer than 3 months. The Board will aim to get all paperwork complete by December		Agreed	SR to: 1. Liaise with Ged Morton to complete all necessary paperwork to be circulated at the Board meeting on 3 rd December 2009			Sophie Richardson SBC 01642 526026