



ANNUAL GENERAL MEETING

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MINUTES OF THE 65th ANNUAL GENERAL MEETING held on Friday 26 September 2014 at Commerce House, Festival Park, Stoke on Trent

Present:

Mr J Mitchell (President)
Mr J Andrew
Mr B Bell
Mr M Brammar
Mr C Brown
Mr P Dann (Treasurer)
Mr N Deavall
Mr J Farrington
Mr M Frewer
Mr J Gallimore

Ms A Hawkins
Mr M Herbert
Mr A Jones
Mrs M Michell
Mr G Neyt
Mr P Osman
Mr K Paszek
Mr G Riley
Mr C Street

In Attendance:

Ms S Williams
Ms K Lowe
Mrs A Deaville
Mrs J Gratton
Mrs L Green

WELCOME AND INTRODUCTION

The President welcomed members to the 65th Annual General Meeting of the Staffordshire Chambers of Commerce and Industry.

MINUTES

The President proposed the approval of the minutes of the 64th Annual General Meeting, held on 23 September 2013, which had been circulated prior to the meeting. This was seconded by Mr Deavall and approved unanimously.

ANNUAL REPORT AND ACCOUNTS

The President reported that 2013/14 had been another exciting and challenging time with several significant things to report.

Staffordshire Chambers continues to be highly regarded for delivering projects on target, on time, and within budget.

One of the most significant developments in the Chamber's recent history is the name change from North Staffordshire Chamber of Commerce to Staffordshire Chambers of Commerce. The name change and rebranding reflect the British Chambers of Commerce's identity and highlights its role in the Accredited Chambers Network. It also allows for a closer allegiance with the Chambers in Chase, Burton and Tamworth & Lichfield, and enables us to support businesses across the whole of the county.

In May 2013, the Chamber was proud to be awarded the international accreditation for environmental management (ISO14001). It is committed to reducing resources, waste to landfill and has schemes in place such as Green Travel Days and a salary sacrifice scheme for purchasing bicycles.

The Chamber has overhauled its social media presence and now has a substantial, continuously growing Twitter following as well as a YouTube, Pinterest, and company LinkedIn presence. It has been consistently highly ranked by the British Chambers of Commerce for its Twitter campaigns. The Chamber blog is now regularly updated and used actively to engage members. A new-look Focus magazine has been designed to reflect the Chamber's rebranding.

Members are, as always the key to the Chamber. The membership offer continues to be developed in line with member needs and engagement levels in member services show a steady increase. The Chamber continues to attract new members, whilst maintaining record levels of membership retention, demonstrating that its members are benefiting from their investment in Chamber membership.

It has also introduced a Newsletter specifically for members, publicising their business updates on a monthly basis as an extension to Focus magazine and as an additional benefit of membership.

One of the main reasons for joining the Chamber is networking and the Chamber delivers this through a series of events. It has been another busy year for the Chamber Events Team with over 5000 people attending a diverse range of event totaling 131. Its aim is to bring businesses together and through networking opportunities, develop essential links with key players in the area. It delivers a range of informative seminars and events covering topics which help businesses to run smoothly and helps to grow the local economy. The Potential Members Breakfast became one of this year's success stories, resulting in 32 new members. As well as Chamber events, the team delivered events for the Staffordshire Manufacturing Forum, finest and futurefinest, UK Trade and Investment, Ceramics Skills Academy, Make It Your Business, Ready For Business and the Training and Policy departments, including a series of Travel Smart Road Shows across the county.

It has continued to develop its training programme. The Chamber has a specialism and expertise in International Trade courses and Leadership and Management. This year it has had a marked success in delivering bespoke programmes of training inside companies in response to their needs.

In October 2012 the Chamber won a UKCES funding for establishing a Ceramic Skills Academy in partnership with the British Ceramics Confederation. It has been working with the 300+ companies in the area, who are part of the Ceramics sector. This has borne fruit and it is focusing on generating a 'career pathways' from primary school through to working in the ceramics industry, has a steering group from industry, and has developed mentoring for the sector.

It continues to deliver start-up support through the Ready for Business programme, which has been developed by the National Enterprise Network. So far 871 clients have attended the Chamber's Self Employment Awareness Sessions; 200 have started to trade and 81 extra jobs have been created.

Increasingly, members are asking for sectoral-based events. The Chamber is proud of its continued support for finest and futurefinest, the professional services groups, and the Staffordshire Manufacturing Forum has an active programme of events and an increasing membership. With the addition of two Sector Coordinators, it will be developing further sectoral groups over the coming years.

Regional Growth Round 3 Jobs and Growth Fund is near to completion with over £3million to date being allocated to businesses in Staffordshire, helping to create and safeguard over 1000 jobs. As a result of the success of the programme the Chamber has been successful in winning additional Regional Growth Funding under Round 5, which has meant that it can continue to offer grants to businesses across Staffordshire to help them to grow. Staffordshire Chambers will continue to deliver this through the Chambers and on behalf of the Local Enterprise Partnership.

Its mentoring programme 'Let's Do Boosting Business' was successfully completed and new funding was awarded to continue delivery under "Mentoring for Growth". Already the new programme has 197 businesses being supported by 81 mentors. The current programme has created 49 jobs and safeguarded a further 39.5. We now have a Mentor Support Officer representing the Black & Minority Ethnic (BME) community, who has helped 36 BME clients.

Staffordshire Chambers is proud to continue its association with, and support for, the Michelin Development Loan Fund. Furthermore, it is proud to continue working in partnership with the City Council on projects including Make It Your Business, Business Growth Network and Test Mentoring.

The International Trade team continues to be the best team in the region, hitting all UKTI targets. On the Export Documentation side, invoices from local companies to the value of £180m were processed, but due to lack of data from HMRC, this is the tip of the iceberg on the true value of exports from our area. The team's achievements were recognised by it being shortlisted for the BCC's Excellence in

International Trade Award, and the team has again been selected to progress to the finals of this Award.

Staffordshire Chambers' Policy team has continued to develop and has been focusing on developing its forums and committees. It has introduced the popular QES Breakfast events and continues to run annual visits to Brussels and Parliament to lobby decision-makers.

The MPs' meetings, which are held in conjunction with the British Ceramics Confederation, have seen the introduction of a new Question Time format, giving all members the chance to raise their issues directly with this region's policy makers – meaning an ever increasing number of members are engaging with policy issues and making sure their voices are heard.

Working closely with the City Council, the Chamber has continued to campaign at a local, national and European level to ensure that North Staffordshire has a fighting chance of securing an HS2 station. The North Staffordshire HS2 proposal is a compelling technical and economic solution which will benefit not only our area, but also other cities across the country.

Stafford Chamber is a crucial part of the Chambers. Over the last year it has offered training, International Trade support, enterprise advice and mentoring from the Stafford office, as well as transport advice. The Boards of Stafford Chamber and Stafford Enterprise provide focus and direction to ensure that it delivers what is needed in the area. Tim Jobson, the Stafford Chamber President, has worked hard to develop a stronger Stafford presence, a clearer brand and more publicity.

The Stafford Chamber Local Area Board ensures that views of Stafford-based businesses are represented. The past year has been particularly challenging with the conclusion of the review into events at Stafford Hospital, the announcement of the closure of Staffordshire University's Stafford Campus and the disruption caused by Network Rail works.

Staffordshire Chambers of Commerce continues to work in partnership with Staffordshire County Council in the delivery of 'Inspiring New Travel Options' (INTO). Supported by The Department for Transport's Local Sustainable Transport Fund, INTO is opening access to jobs, education and services and reducing congestion in Stafford, by promoting smarter travel choices, such as cycling, walking, lift-sharing and using public transport.

The Treasurer then presented the Annual Accounts which he pointed out, were consolidated accounts, including the traditional Chamber activity and also its two enterprise agencies: Business Initiative and Stafford Enterprise, with the following points of note:-

3.1

An expected surplus on ordinary activities before taxation of £165,622, was reported.

3.4

The consolidated accounts presented were for statutory purposes but internally the activities were broken down into seven areas: Membership; Policy; Marketing & Events; Training & Enterprise; International Trade & Export documentation; Business Services and Corporate Services.

In previous years, the two Enterprise agencies, Business Initiative and Stafford Enterprise have been reported on separately, however, they now form part of the Training and Enterprise department.

3.5

The balance sheet shows that the Chamber is in a healthy financial state and has a level of reserves which will enable it to continue with the levels and standards of service which members are used to, during the next couple of years of economic uncertainty.

3.6

There has been a prior year adjustment of £103,352 in respect of an accounting policy change. This reduces the membership income in 2012/13 and increases the deferred income included in creditors

The premises in Campbell Road (Initiative House) are on the market and the Chamber has confirmation that the grant received in 2005 towards the purchase does not have to be repaid.

The Chamber holds £1,084,684 in a separate bank account on behalf of the Regional Growth Fund. This amount is also included in other creditors and is to be paid out in claims to business under the RGF Programme. The bank account has recently been re-assigned as a client account, and as such has no right to be offset against any Chamber liabilities.

In his role as Honorary Treasurer, Mr Dann thanked the Auditors, Geens for the technical support which they had continued to provide to the Chamber. Furthermore, he thanked the Chamber's small finance team for the tight controls which it had demonstrated and the insightful reporting to the Board on a regular basis.

He concluded by highlighting the strong balance sheet and commended what he considered to be a healthy set of accounts to members. He said the Board was confident that this year and for the foreseeable future, the Chamber would remain in good financial health.

In the absence of any questions relating to the accounts, the President formally proposed that the Directors' Report and the Chamber's Accounts for the year ended 31 March 2014 be adopted. The Treasurer seconded this proposition which was approved unanimously.

ELECTION OF COUNCIL MEMBERS

The President explained that each year one third of Council members are required to retire under the rotation rule. This year there were two who wished to seek re-election. They were:

Mr Jonathan Andrew
Mr Phil Osman

One elected member due for re-election has been moved to become an ex-officio in his role as Chair of the HR Forum. In addition, Phil Wood, as a Past President, has also become an ex-officio member and will be eligible for re-election in 2019.

In accordance with Article 14, nominations for new members were also sought from the general membership. The following 11 nominations were received:

Miss Sarah da Silva	- Zebra Consultancy Ltd
Mr Stephen English	- Wood Goldstraw Yorath LLP
Ms Fiona Hawkins	- Plink Fizz Ltd
Mrs Ramona Hirschi	- Little Trove
Mr Anthony Jones	- WWRD UK Ltd
Mr Michael McDonald	- Inspired Film & Video Ltd
Mr Keith Mitchell	- Wardell Armstrong LLP
Mr Graham Neyt	- Beswicks Solicitors LLP
Mr Jonathan Wright	- Michelin Tyre plc

Initially there were just 6 places available but halfway through the election process it was discovered that Mr Rushton had left Knights Solicitors and this resulted in an additional place becoming available, making 7 places. This necessitated an election, which was undertaken amongst the general membership during August.

The Scrutiny Committee, comprising the Chamber President, Mrs Green, Mr Dudley and Mrs Michell met on 4 September to open and to count the votes. The successful 7 candidates were:-

Mr Jonathan Andrew	- Baswich Business Consultancy
Mr Stephen English	- Wood Goldstraw Yorath LLP
Ms Fiona Hawkins	- Plink Fizz Ltd
Mr Anthony Jones	- WWRD UK Ltd
Mr Keith Mitchell	- Wardell Armstrong LLP
Mr Graham Neyt	- Beswicks Solicitors LLP
Mr Jonathan Wright	- Michelin Tyre plc

The President proposed the election of the listed candidates. This was seconded by Mr Frewer and approved unanimously.

The President thanked all those who had stood for election to Council and offered his commiserations to those candidates who were unsuccessful on this occasion.

APPOINTMENT OF AUDITORS

In accordance with the Companies Act, the President proposed that Geens be re-appointed as the Chamber's auditors for the next three years and he asked members to authorise the Board of Directors to fix their remuneration for the coming year. This proposal was seconded by Mr Jobson and supported unanimously by members.

The President concluded by saying that he had enjoyed the past year as President and said the Chamber was committed to ensuring it continues to have a strong voice on behalf of local businesses and provide services and support to everyone involved in ensuring that the economy of the area is strengthened.

He thanked his fellow directors for their help and support over the last year.

SPECIAL BUSINESS AGENDA ITEM

Finally, as a matter of Special Business, on behalf of the Board, the President proposed that the Articles of Association of the Company be amended. The new Articles are intended to make the Articles clearer and up to date and are based on the standard form recommended by the British Chambers of Commerce. The composition of the Council and Board and Honorary officials is retained. Local Area Boards have been separately identified, but in essence are constituted in the same way as other sections.

These changes are part of the Board's decision to adopt up to date governance documents generally across all Forums, Sections and Local Area Boards of the Chamber to enable consistent processes and procedures across the Chamber, alignment of terms of office and to aid succession planning.

A copy of the Company's existing Articles of Association and the proposed new Articles of Association had been distributed around the room.

The President proposed a resolution that the draft Articles of Association produced to the meeting be adopted as the Articles of Association of the Company with immediate effect in substitution for, and to the exclusion of, the existing Articles of Association including for the avoidance of doubt the provisions of the Company's Memorandum of Association which, by virtue of section 28 of the Companies Act 2006, are deemed to form part of the Company's Articles of Association. This was agreed unanimously.

There being no other business, the meeting then terminated.