

GREEN ELEPHANT CO-OPERATIVE LIMITED
Halton Mill, Mill Lane, Halton, LA2 6ND
Registered in England No 31944R

Wednesday 14th June

Minutes of AGM and Special General Meeting

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Minutes of AGM

Present Alison Cahn Fiona Frank Simon Grant Knud Hansen Chris Coates Bettina Roehricht Adele Armistead Jono Symonds Sarah Livingstone

Apologies Anna Grant Charlie Pass, Linda Smalley Cliodhna Mulhern Martin Parkes Mandy Reeves Andrea Brook Carole Ashby Jo Lyon Miles Doubleday Jan Pat and Norman Green, Dawn Keyse , Will Medd, Rebecca Ellis.

2. The minutes of the last meeting accepted as an accurate record of the meeting

3. Approval of the Annual Report and Accounts for the financial year ending 30 Sept 2016.

The report was unanimously approved.

4. Report of activities for October 2016 to May 2017.

We had to begin with the fact that this is the saddest of years with the death of Ben Heron; many of us will be going to his funeral on Tuesday.

We have prepared a report of activities since our annual report [LINK] and asked people present to add to the highlights. The following comments were received

- An incredible amount of work has gone into grant funding by Ann and Fiona – and we have £10,000 from the Lottery for a Changing Places toilet, £5,000 towards the lift, another £2500 in donations, and more grants in process
- The Hive is a fantastic place to be, with more and more people coming to work in there
- Heating has been improved
- Mezzanine and stairs has totally changed the feel of the space
- New arts and crafts space
- Pottery work
- People come here to work, but find friends and other things to do
- Table tennis table regularly used
- Artists' exhibition with an enormous dress!
- It feels exciting – “it doesn't feel like a place of work” – “I've come from the corporate world to having a studio space – it's a joy to come here – the river, the whole environment.”

5. Election of directors.

Adele Armistead and Chris Coates are standing down: and Chris is standing for reelection. We moved a vote of thanks for Adele to mark the contribution she has made to our work over the last two years.

Two nominations for director had been received in advance:

Bettina Roehricht: nominated by Knud Hansen, seconded by Adele Armistead

Knud Hansen, nominated by Bettina Roehricht, seconded by Fiona Frank

A third nomination was received at the meeting:

Jono Symonds proposed by Alison Cahn seconded by Chris Coates.

Chris Coates was proposed by Simon Grant second by Jono Symonds.

Statements from the nominees:

Bettina: I'd like to be more involved in the general running of the place – Hive people have different perspective to tenants and to LCH members.

Knud: it's good to have users as well as LCH and tenant directors , especially as the Hive is growing. And it's a way of getting to know more about the administrative aspects of British culture.

Jono: I'd like to get more involved – because of the placing of my unit I don't see much – personally where my business is, I'm in a comfortable place where I can get involved in other things.

Chris: I do day to day caretaking so I would come to meetings as site manager/caretaker anyway so it makes more sense to be a director. I find this place more and more exciting. Even if there's nothing going on, it's not like anything else. People say 'this place would be ok in Amsterdam, but in a little village in Lancashire!!?' I want to focus a bit this year on planning and programming of events rather than reacting.

Chris: unanimously returned (9 votes)

Knud: unanimously returned (9 votes)

Bettina: unanimously returned. (9 votes)

Jono – unanimously returned. (9 votes)

6. To resolve that the society disapply the requirement to undertake a full professional audit for the accounts for this year and all future years until either:-

- a) The members in General Meeting resolve to apply the requirement to undertake a full professional audit; or
- b) The Society's assets or turnover exceed the legal maximum to disapply the requirement to undertake a full professional audit [see note 2]

Unanimously agreed. (9)

7. Issues relating to Green Elephant's Rent Review.

Chris outlined the issues that we have been asked to attend to by our landlords: green energy policy; and travel policy; and about rearrangements of balance between service charge costs and lease costs. We will bring revised charges to tenants meeting this year.

Simon is very keen to be part of an electronic forum to discuss some of these issues.

Simon noted that putting room hire prices down as well as up could be a way of generating more income for room hire.

We are looking at events which will bring in income and suit the Mill; and differential pricing for different groups.

Fiona talked about the School for Social Entrepreneurs potential developments

We are looking at making our main entrance the west end of the Mill

We are installing our Changing Places toilet

We plan to produce an 'autumn season' and a 'spring season' brochure with a longer range programme printed and distributed.

Still planning

- monthly lunchtime concerts.
- Potential awaydays
- Potential development as a science field study centre.
- Potential security doors upstairs.

Meeting closed at 1400.

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Minutes of Special General Meeting held on Wednesday 14th June 2017

Present:

Fiona Frank Alison Cahn Simon Grant Knud Hansen Chris Coates Bettina Roehricht Jono Symonds Maddy Iddon Sarah Livingston Linda Smalley Adele Armistead Charlie Pass

Apologies Anna Grant Clíodhna Mulhern Martin Parkes Mandy Reeves Andrea Brook Carole Ashby Jo Lyon Miles Doubleday Jan Pat and Norman Green, Dawn Keyse , Will Medd, Rebecca Ellis

Single Item To amend Rule 49 of the [Green Elephant Rules](#) relating to numbers making up a quorum at meetings.

Rule 49 currently states:

Quorum: No business shall be transacted at a general meeting unless a quorum of Members is present which shall include those Members not present in person. Unless amended by Extraordinary Resolution, a quorum shall be 3 Members or 25% of the membership, whichever is the greater.

Resolution: proposal that the society amends Rule 49 to read:-

Quorum: No business shall be transacted at a general meeting unless a quorum of Members is present which shall include those Members not present in person. Unless amended by Extraordinary Resolution, a quorum shall be 7 Members. No meeting shall be quorate unless at least four Tenant Members as defined in Rule 14a) ("members who are tenants of the co-operative") are present.

Rationale:

We currently have 46 members of Green Elephant Cooperative, made up of 25 Tenant members (people who rent space from Green Elephant), 20 User members (including people who use the Hive, people who sublet space rented by tenants, and people who rent our communal spaces to run activities), and Lancaster Cohousing, our landlord.

The current requirements according to Rule 49, above, for a quorate meeting is 3 members, or 25 per cent of the membership, whichever is the greater – which would currently be 12 people.

We had over 2000 visitors to Halton Mill last year, through courses, conferences, and events, and we would very much like to give all Mill course participants and event attendees the option of becoming involved in our developments, giving all of them a chance to join the cooperative for a joining fee of £1.00.

If we were to greatly increase the number of user members, we would wish to decrease the numbers required for a quorum at meetings, and ensure that tenant members retain an important role in the decision making.

note 1. Our rules allow for up to seven Tenant directors, up to three User directors, and up to two directors appointed by Lancaster Cohousing.

note 2: According to Section 83 of the Cooperative and Community Benefit Societies Act 2014, the legal maximum would be exceeded if the total value of its assets at the end of the preceding year of account exceeded £2,800,000 and b)if its turnover for that preceding year exceeded £5,600,000.

Discussion:

Simon expressed concern that issues wouldn't fully be discussed in advance under this system. He said: "Having the agenda published is clearly an essential step, but this does not of itself facilitate discussion. Is there some way in which the directors in particular could facilitate more discussion of the issues on the agenda before meetings, so that a better sense of consensus can be reached? There are some excellent web-based tools out there that can help. Without this kind of commitment to open up discussion, I am rather concerned that a quorum could be merely around 15% of the membership. That seems less than properly democratic. But if the issues have been well discussed in advance, 7 members would look fine to me".

Green Elephant directors agreed to hold a pre discussion at the Wednesday lunchtime 'meet on the mezzanine' about issues being discussed at the following meeting.

Simon has offered to show us a useful web tool to help us with these issues and would like us to discuss whether proxies could be considered

The resolution was passed with no abstentions.