

Greyhound Rescue Wales



Minutes of the Annual General Meeting

18th February 2024

Held at 11.00am via Zoom

Present:

Debra Allen (Vice Chair), Leighton Anthony, Lynda Anthony, Beca Brown, Matthew Crowle, Tracey Daniel, Tim Doyle, Sabina Dunkling, Peter Dunstan, Tina Dunstan (Treasurer), Malcolm Eames, Jessica Efford, Claire Gardner, Magda Gryczmanska, Essex Havard, Caroline Havard, Nicky Hughes, Lindsay Jackson, Claire Lawson (Secretary), Katie Murrell, Jenny Newbury, Joe Newbury, Alan Rees, Amanda Simisker, Jan Stanton, Alain Thomas (Chair), Roger Thomas, Stephen Toozer, Karen Townend, Martin Townend, Roger Vick, Vivienne Vick, Rich Webb, Louise White, Lesley Wilson.

In attendance: Matt Hexter (CAMLAS)

Apologies: Andy Jackson.

Agenda Item													
1.	Welcome												
	<p>Alain Thomas welcomed everyone to the annual general meeting, thanking them for their attendance and outlining the code of conduct for the meeting, as previously circulated.</p> <p>Apologies were noted.</p>												
2.	Minutes of the last AGM and EGM												
	<p>Minutes of the EGM 6th March 2022 Officers had investigated a query in the minutes of the EGM in March 2022 which was raised at the AGM in November 2022. The minutes were found to be an accurate record as they stand. Acceptance of the EGM minutes was proposed by Jan Stanton and seconded by Debra Allen.</p> <table border="1"><thead><tr><th>For</th><th>Against</th><th>Abstentions</th></tr></thead><tbody><tr><td>22</td><td>0</td><td>3</td></tr></tbody></table> <p>Approved.</p> <p><i>Two couples at the meeting with family membership only had one voting code between them, rather than one each. It was agreed that if the result of any vote was close and the extra votes could affect the outcome of that vote then the missing votes would be recorded by other means.</i></p> <p>Minutes of the AGM 20th November 2022 A point of accuracy was raised under Item 2. Minutes of the last AGM and EGM - the date given for the EGM was 22nd March 2022, and should have read 6th March 2022.</p> <p>An update was requested regarding Item 3. Annual Report - evaluation and the members' survey: The board had considered the reporting system and evaluation of their work and trustees are satisfied that the new high level annual report is more than adequate. Feedback received at the last AGM has been incorporated into the new style annual report. The five year strategy has landmarks and targets that will be used to evaluate outcomes. A survey of members hasn't been conducted this year but no decision has been taken to discontinue the surveys.</p> <p>Acceptance of the AGM minutes, with the above correction of the date of the EGM for accuracy, was proposed by Tina Dunstan and seconded by Essex Havard.</p> <table border="1"><thead><tr><th>For</th><th>Against</th><th>Abstentions</th></tr></thead><tbody><tr><td>23</td><td>0</td><td>3</td></tr></tbody></table> <p>Approved.</p>	For	Against	Abstentions	22	0	3	For	Against	Abstentions	23	0	3
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3.	Annual Report												
	<p>The annual report had been circulated in advance. The new style format informs members and is also suitable for public circulation. There was a comment to thank everyone involved for producing an excellent report, and for including additional information following feedback given by members at the last AGM. A vote was taken to accept the annual report.</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">For</th> <th style="text-align: center;">Against</th> <th style="text-align: center;">Abstentions</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">29</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> </tr> </tbody> </table> <p>Approved.</p>	For	Against	Abstentions	29	0	0						
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4.	Financial Report												
	<p>The reporting periods for the financial report and the annual report are mismatched, with the annual report running autumn to autumn, and the financial report running from summer to summer. It is planned to hold a second AGM in 2024 to enable the dates to be realigned and to allow GRW to transition to a Charitable Incorporated Organisation (CIO). By summer 2025 the reporting periods will be the same at the AGM, and going forward.</p> <p>The financial report had been circulated in advance. It relates to the period up to end February 2023, and shows a healthy surplus, whereas a deficit is shown in the annual report due to the investment made in the intervening period.</p> <p>A significant legacy was received during the financial year. Although charity retail shows high running costs, it provides a consistent income stream and performed well during the year. Legacies make up a key growth area going forward and it is hoped they will make up an increasing part of income.</p> <p>The decrease in income from adoption fees was queried. This could be due to the fall in adoption donations made at the time of adoption in addition to the fee. There has been a general trend for donations to drop away since the start of the cost of living crisis.</p> <p>Acceptance of the financial report was proposed by Tina Dunstan and seconded by Essex Havard.</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">For</th> <th style="text-align: center;">Against</th> <th style="text-align: center;">Abstentions</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">27</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> </tr> </tbody> </table> <p>Approved.</p> <p>The re-appointment of Harris Bassett Limited as independent verifiers was proposed by Lindsay Jackson and seconded by Essex Havard.</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">For</th> <th style="text-align: center;">Against</th> <th style="text-align: center;">Abstentions</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">26</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> </tr> </tbody> </table> <p>Approved.</p>	For	Against	Abstentions	27	0	0	For	Against	Abstentions	26	0	0
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5.	CEO Update												
	<p>In summary, 2023 was a year of investment, with the benefits to be realised at the end of 2024 and into 2025. Charity retail is doing particularly well and outperforming targets. Traditional fundraising has been squeezed, with supporters' donations reduced but GRW's profile has grown. Investment in Hillcrest has been made to bring the existing facilities up to standard, addressing areas of non compliance, and expanding the number of kennel spaces from 12 to 20. The Keeping Hounds in Homes scheme and the PALS scheme were introduced, and GRW launched its Welfare Framework - a significant piece of work setting out standards. Work was done raising awareness of greyhounds and lurchers and the issues they face, plus networking with other organisations, and reaching new audiences. A community fundraising coordinator has been recruited to expand the fundraising department. Professionalisation of the charity continues and operational milestones have been introduced. GRW is part of the Cut The Chase coalition working towards the end of greyhound racing in Wales. This has also raised GRW's profile and attracted new supporters.</p> <p>Targets for 2024 include rehoming of 140 dogs this year, expanding and diversifying income, looking at establishing a permanent presence in North Wales for retail and rehoming (using a fostering model), carrying out market research to understand current and prospective supporters. There will be more focus on customer experience too and communicating the difference their charitable donations make. Currently adopters are generally within a two hour travel window of Hillcrest. The same travel window around a base in North Wales would cover a much greater geographical area and a much higher population.</p>												

	<p>Having a presence in North Wales would enable an expansion of potential adopters, supporters and fundraising opportunities, taking advantage of the interest in greyhounds in the region. The board is aware of the risk of undermining existing charities established in those areas, and would look to work collaboratively for everyone's benefit.</p> <p>There are risks for the charity going forward with the current economic climate, increased competition between animal charities, and a risk that smaller charities may be squeezed as a result, but charity retail remains strong, greyhounds are receiving more media coverage, and there is more public interest in animal welfare.</p> <p>There are no immediate plans to sell Hillcrest as the site has many benefits, but no options will be ruled out in the future and the situation will be under regular review.</p>						
6.	Break						
7.	Draft Charitable Incorporated Organisation Constitution (CIO)						
	<p><i>At this point in the meeting an extra voting code was issued to each of the two couples with family membership who had previously only received one code between them.</i></p> <p>The Charities Commission (CC) requires the finalised CIO constitution to be approved by GRW's governing body before it will consider it for registration. Theoretically the CC may not approve the document the first time but no major changes have been made to the template.</p> <p>A clarification was sought about one of the non standard inserts - Section 12. 2 (e) <i>No one may be appointed as a charity trustee if they are in a close relationship with an existing trustee (including but not exclusively persons who are: siblings, married, in a civil partnership or cohabiting). If a close relationship is formed between two existing charity trustees one of them must resign.</i></p> <p>It was suggested that this could be a byelaw rather than part of the constitution, making it easier to change in the future if necessary.</p> <p>The working group had considered this approach but opted to include the clause in the constitution in the knowledge that it could be changed by the membership (under clause 28) if there is a compelling reason to do so.</p> <p>All the trustees elected at this AGM will have to stand down at the first AGM of the CIO planned for May or June of this year.</p> <p>The replacement of GRW's current constitution with the new constitution for a CIO, circulated in advance of this AGM, and that the trustees in place at the end of this AGM shall be the first trustees of the CIO, was proposed by Claire Gardner and seconded by Tina Dunstan.</p> <table border="1"> <thead> <tr> <th>For</th> <th>Against</th> <th>Abstentions</th> </tr> </thead> <tbody> <tr> <td>29</td> <td>0</td> <td>2</td> </tr> </tbody> </table> <p>Approved.</p>	For	Against	Abstentions	29	0	2
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8.	Elections to the Board						
	<p>There were four vacancies on the board, and seven candidates standing for election. Candidate biographies had been circulated prior to the meeting:</p> <ul style="list-style-type: none"> Debra Allen (current trustee required to stand down on rotation) Beca Brown Tina Dunstan (current trustee required to stand down on rotation) Malcolm Eames (trustee co-opted since the last AGM) Claire Gardner (current trustee required to stand down on rotation) Nicky Hughes (trustee co-opted since the last AGM) Amanda Simisker <p>There were no questions for the candidates.</p> <p>Following the vote by members, the following candidates were elected to the board of trustees:</p> <ul style="list-style-type: none"> Debra Allen Tina Dunstan Malcolm Eames Claire Gardner <p>Up to three additional trustees can be co-opted by the board. Trustees will consider the co-option of the unsuccessful candidates at the board meeting immediately following the AGM.</p>						

9.	Closing Remarks
	<p>The Chair made his closing remarks. Financial challenges are being addressed, GRW has responded to the rehoming crisis quickly and facilities at Hillcrest have been improved at a modest cost. The organisation is working hard submitting evidence to the Welsh Government in an attempt to make progress towards a ban on greyhound racing in Wales. The five year strategy will continue to be implemented.</p> <p>The Chair thanked all GRW trustees, the CEO and the staff team, volunteers and supporters for their contribution to the work of the charity.</p>