

**NOTES OF THE AVONWAY EXTRAORDINARY GENERAL MEETING
WEDNESDAY 17th MAY 2023, 7.00pm**

There were five trustees present, seven members of the public and the acting centre manager. Four members of the public were not present but had sent written confirmation of their wish to provide a proxy vote supporting the resolution.

The Chair, Derek Brooks, welcomed and formally introduced the meeting. There was one item on the agenda, namely the following resolution:

To close the existing unincorporated charity and transfer all assets to the new Charitable Incorporated Organisation (CIO).

A trustee, Julia Harley, introduced the subject and gave a history leading to the resolution in hand. This included changes in funding, governance and membership. The model for constitutional governance could not work without commitment by members, yet Avonway was thriving without this. The CIO model was proposed at the 2019 AGM, recommending the Foundation model, and the motion was passed. Work commenced on drafting the new constitution but the process was interrupted by covid, and placed on the back burner, as announced at the 2020 AGM.

In June 2022, the new trustees reviewed and decided to build on the work done by previous the previous trustees. All previous decisions and the objects were reviewed and discussed over the course of four meetings. The trustees thoroughly investigated the role of the centre manager in governance; the option for electronic communication was embraced in the new constitution; and the decision as to proceed with the Foundation or Associate model was aligned with that of previous trustees. The objects were updated in their language and the application was submitted to the Charity Commission in January. The Charity Commission raised a number of questions but insisted on retaining the original wording for the objects. The application to become a CIO was approved at the end of March 2023.

All that remains is for the original charity to close and assets moved to the new CIO.

The Chair invited questions; there were none. He proposed the resolution (as given in bold above) and this was unanimously passed.

The Chair thanked those present for attending and closed the meeting. An observation was made by Iain Kidson that, once the Charity Commission has approved the CIO, the trustees are at liberty to change the objects as they wish.