



Minutes of the Annual General Meeting held at The Studio, 7 Cannon Street, Birmingham, B2 5EP on Wednesday 26 June 2019

Attendance

Su Sayer (Chair), Christine Drury, Richard Simmons, Robin Thompson, Andy Topley and Margaret Clark; voting representatives of all County Branches and County Associations except Devon, Durham, East Riding, Friends of the Lake District, Isle of Wight, Kent, Lincolnshire, London, Norfolk, Northamptonshire, Northern Lincolnshire, Nottinghamshire, Peak District and South Yorkshire, Warwickshire and West Yorkshire; voting representatives of all regional groups except North East, West Midlands and Yorkshire and Humber.

Opening Remarks

Su Sayer welcomed everyone to the meeting.

Minutes of the 2018 AGM

The minutes of the 2018 AGM were signed as a true record.

Matters Arising

There were no matters arising.

The Year's Work

Chair's Report

Su Sayer began with an apology; the loss of one of her sisters earlier in the year, and serious illness in two family members, meant that she had been unable to spend as much time as she had intended on CPRE matters. She thanked everyone for their support during this time when she needed to put her family first. In particular, she thanked Christine Drury, who had offered selfless support, taking on many of the Chair's duties and doing a wonderful job.

Su then offered tributes to several recently deceased volunteers who had brought so much to CPRE:

- Shirley Fieldhouse, CPRE Cambridgeshire, winner of both a CPRE medal and a lifetime achievement award, had given her heart and soul to the organisation, and CPRE would always be in her debt.
- June Hepworth, CPRE North Yorkshire, who had been an early and active supporter of the Stop the Drop campaign, particularly working with young people.
- Maurice deSoissant, CPRE Norfolk, a former branch Chair and Vice President, who had brought expertise on a wide range of issues.
- Joyce Bluss MBE, who had worked for the national charity for 50 years, bringing talent and commitment to building up membership numbers, and had on retirement become a CPRE volunteer herself.

Su thanked everyone for the amazing work done by the local groups, and highlighted three examples:

- CPRE Lancashire's phenomenal work holding the law to account and influencing the Greater Manchester Spatial Strategy. Urban areas needed green spaces on their doorstep.
- CPRE Somerset's work on promoting landscapes and local character. Their work promoted village stores as community hubs, and their countryside photography competition had had a wonderful response.
- CPRE Sussex had had an impressive year tempered by the loss of Gerald Somerfield, and Su mentioned in particular their lottery-funded 'Plant your Postcode' initiative.

Su commented on the photo competitions run by many local groups, and said that she had particularly enjoyed their Instagram pictures, which offered a glorious reminder of our wonderful countryside.

Su thanked every single CPRE network group and said that they knew what a difference they were making. She added that some of the changes to be discussed during the course of the day would make their work easier.

A video featuring a speech celebrating the work of CPRE by former President and current Vice President Sir Andrew Motion, was played to the meeting.

Chief Executive's Report

Crispin Truman began his report by commenting on the Sir Andrew Motion video and said that it was just one example of the many respected, high-powered and busy people who give their support to CPRE.

Crispin thanked everyone for coming to the AGM and for their amazing work during the year. It had been a busy year, with a huge breadth of activity, both nationally and locally.

In particular, this had been a year of in-depth, valuable consultation and review on the purpose, brand and strategy. He thanked everyone for their contributions in the very active debate on re-focusing CPRE, and expressed the hope that there was widespread agreement that this work would stand us in good stead in the future.

The Purpose Project was now complete, and this back-to-first principles project had been the foundation for the creation of the new brand, on show for the first time today.

The Strategy Review had been launched at the 2018 conference, and this also was now concluded and before the AGM today. CPRE was not standing still but getting on with business, and there was new investment in the network, particularly in the Volunteering & Partnerships team.

The *Annual Review* had been written using the new headings, and this demonstrated just how much existing work already supported our new goals. Exciting work broadening our appeal had been undertaken; 2,500 people had participated in the Star Count earlier in the year, and the Green Clean work had been a great example of engagement, profile and impact.

Crispin had joined the Campaign for National Parks '70th anniversary event, this having formed a strong part of CPRE's work over a long period. He had been encouraged by the huge diversity of attendance at the event.

The latest iteration of the annual lecture had been a new initiative focusing on women in the countryside. The strong panel had included Polly Neate of Shelter England arguing for the countryside, in what was a relatively new and highly successful relationship for CPRE.

Crispin had joined the Bryson Line walk for part of its length, and the walk had offered opportunities to raise funds and profile for both the national charity and for local CPREs on the course of the route. Crispin thanked all the local CPREs who had been involved in the walk.

Much of CPRE's work pressed all the buttons of profile-raising, fundraising and influencing all in one.

Review of the Year

Campaigns & Policy

Tom Fyans presented his report, starting with work to influence the National Policy Planning Framework. He said that it was not what we would want it to be, despite two years of lobbying. However, we should celebrate the progress made in five areas: closing the viability loophole; entry level exception sites; greater protection for AONBs and national parks; a new system for reviewing Green Belt; and more emphasis on Brownfield.

Politically, CPRE's biggest success had been with the fracking campaign. We had supported three debates in Parliament and developed an effective relationship with Lee Rowley, MP for North East Derbyshire. The impact of our work had been massive, and the Government was now trying to find a way to drop fracking. 200,000 people had signed a petition on fracking run by 38 Degrees, of whom 3,000 had signed up to CPRE's mailing list, and £125,000 had been raised. The evidence demonstrated that a more robust approach led to a greater impact.

After 10 years of campaigning, a deposit return scheme (DRS) was close to becoming reality. CPRE would keep pushing for a comprehensive approach.

Work coming up included:

- National Housing Design Audit. This project would look at 100 housing developments around the country to consider design standards and would feed into the Building Better, Building Beautiful Commission. Organisations involved included the National Housing Federation, Arup, The Academy of Urbanism, Civic Voice, the Design Council and others.
- Rural Affordable Housing. CPRE was participating in a large project along with the National Housing Federation and Shelter. There would be a focus on trying to change the definition of what constituted 'affordable' housing.
- 'State of' reports. As in previous years, later in the year core reports on Green Belt and Local Plans, both key issues in planning, would be produced.

'Protect' would remain a key part of our work, but there was a move towards 'promote' and 'enhance' to create a more balanced picture.

Volunteering & Partnerships

Crewenna Dymond presented her report and said that the key item from last year was the establishment of the Volunteering & Partnerships team (V&P), and that all roles were now filled.

Antonia and Anna were doing a great job and would continue to focus on training, events and best practice. Cassa and Louise, the new Volunteering Development team members, were at the event, and two other team members would join over the summer. The team was physically spread around the country and a base was in the process of being established in Sheffield, so it would be possible to run more events outside London.

Earlier in June, CPRE had participated in Volunteers Week for the first time. Two walks, in London and in Shropshire, had been organised in conjunction with The Ramblers; Crewenna thanked the participants. She hoped that new relationships would be established by events of this nature, along with stories created for social media and websites.

Crewenna mentioned the Volunteer Awards, which would be taking place later in the day.

Looking forward:

- An online volunteer engagement tool was in the process of being sourced and was expected to be up and running in early 2020. This tool would enable more efficient communication as well as a route for recruitment, among other things.
- Work would be done to scope out volunteer roles in light of the new strategy. V&P would be available to offer help and advice.
- Further work on developing the intranet for use by the network. This work had the potential to dramatically change how we shared information and tools.

Crewenna closed by saying that she looked forward to the new developments and to working with network volunteers.

Engagement & Income

Elvira Meucci-Lyons said that the year had been one of turning things that had been talked about for 1 ½ years into actions:

- The Purpose Project and the new brand. This had taken up a huge part of the year, and the new brand would change how we talked about CPRE and our work. It would include tools such as a new image library and resources for the CPRE network.
- The website was on time for a partial release including pilot branches in October, with a full launch in January. The website would act as a shop window for all, and there was a big focus on the whole of the network.

Business as usual had included getting ready for a big change in the dynamic, pace and focus of work that would take place over the next six years. This work would strengthen foundations and enable the team to offer better support to our supporters. Work had included the Christmas Carol concert, the Bryson Line walk and Star Count. New subject matter had been developed for existing members and supporters, and the response had been positive. This would continue, the members were with us on a journey.

There was a need to break down silos and work right across the network on fundraising, communication and marketing, to ensure that commitments were shared and community led, with a grassroots-up focus. We should capitalise on who we are and make some noise, ask people to join in, using the power of the people. By working together, supporters would feel part of one organisation.

There would be more co-creation and co-designing of programmes of work, and of toolkits and other support would be provided. Working together would make us more efficient and effective.

Question and Answer Session

Richard Bullen, CPRE Hertfordshire, said that there was much to applaud but that there were problems recycling tinted bottles with clear bottles. He added that there was no migration of documents from the old website to the new website.

Tom Fyans wasn't able to answer the bottle question, but said that work on the detail would begin once the DRS scheme had been agreed.

A comment was made that in many villages developers built fewer than 10 houses and under current rules were therefore not required to include any social housing.

Jackie Copley, CPRE Lancashire, asked when they could begin to use the new brand, and said that she would like to meet Cassa Townsend. Cassa said that a date was already in her diary to meet CPRE Lancashire.

On the website, Elvira Meucci-Lyons said that the website would act as a shop window and would be used in a rather different way from the current websites; not all documents would be suitable for migration. However the team would work with the network and this was a subject for further

discussion. Crispin said that some of the more detailed documentation might be more appropriate for the intranet than the website.

On the use of the brand, Elvira said that a public 'roll-out' of the brand would start with the new website in October, but that CPRE groups could start using it before then and suggested that Jackie talk to Caroline Jenkins, new Head of Brand Communications and Marketing.

Tim Silvester, CPRE Derbyshire, raised the issue of local plans not being completed or being abandoned.

Mary Booth, CPRE Staffordshire, asked whether it would be possible to see a timetable for raffles etc. to avoid clashes.

On social housing, Tom Fyans said that small site special criteria had been changed so things would improve. He said that 21 network groups had come to a workshop on rural housing and that a toolkit to help support local initiatives on rural housing had been released. On local plans, Tom said that a report looking at the variability in plan readiness across the country would be released towards the end of the year.

On raffles etc., Elvira Meucci-Lyons said that the remit of the new Communities team included promoting a two-way exchange of information on fundraising initiatives, including raffles. In October, after the operational planning process was complete, a full set of processes would be created for use by both national and local CPREs.

Tony Stott, CPRE Leicestershire, raised the status of strategic growth plans and their implications for local plans.

Tom Fyans said that Paul Miner, Strategic Planning Lead, had a growing list of network areas where influence in strategic planning would be sought.

Treasurer's Report

Mark Cornish presented the report on behalf of the Treasurer and said that 2018 results were £1m better than budget due to extra legacy income, and to lower than budgeted spend on the Strategic Investment Fund (investment in specific national projects to secure the future). Legacy income had also been better than in 2017.

Costs in 2018 included the beginnings of the new Volunteering & Partnerships team; implementation of the GDPR; and further investment in capacity through the new Strategic Collaboration Fund (support to network-led projects). Mark commented on the disparity in investment gains between 2017 and 2018, caused by market volatility, and explained that was why investment gains were not assumed in the budget setting process.

The balance sheet was strong, showing net assets of £8.3m. Mark explained that the reserves figure excluded restricted funds, and designated funds which included £1.5m to use for strategic purposes. Legacy debtors had also been removed as it could take a couple of years to receive funds. The target range set by the reserves policy was £2.7m-£5.6m and we were now back within that range.

The level of reserves was set by the Trustee Board using a risk-based approach to key financial risks. Working capital requirement was a significant item as funds did not come in evenly across the year. There was a high degree of uncertainty due to the reliance on legacies, and monies were set aside to fund a bad year. Funds were also set aside for known future events such as dilapidations costs at the end of the office lease, as well as for unexpected events for example a cyber-attack. Further funds were required for strategic investment, in order to grow and diversify income.

A realistic deficit budget had been set in 2019 in order to use reserves but Mark noted that currently, the 2020 legacy pipeline was empty. The financial strategy, which included work to

increase membership and income, would reduce reserves. There would be a check midway through the strategy to see if the investment in initiatives to increase income was paying dividends.

The Finance and Operational Effectiveness team had three key priorities in 2019:

- To develop operational KPIs
- Development of a new middle management tier (the Operational Management Team), the principal aim of which would be to drive operational performance
- Upgrade the customer relationship management system (currently ThankQ) to further support the network

Question and Answer Session

In response to two questions - how the dependence on legacies could be overcome, and was it a question of legitimacy rather than finance - Mark Cornish said that growing the membership was essential, following over 10 years of decline. He felt there was huge potential for growth on the back of our campaigning activity. We were not tapping in to corporates and trusts giving as much as we could, and it took time to develop the necessary relationships.

Peter Neal, CPRE Dorset, asked about the costs of the Purpose Project and the Strategy, and whether they were overspent.

Mark said that the Purpose Project, including all the external research and the internal and external consultations across the country, cost £300,000 and was on budget; and that the Strategy and consultation process, which was run mostly in-house, was budgeted at £50,000 and cost £44,000.

In response to a question about whether there was a network budget for the new Brand, Mark said that the Board had approved a budget for the brand rollout, which included a local brand launch fund of £1500 per branch, £65,000 in total.

Charles Green, CPRE Shropshire, asked questions about legacy recognition policy, benchmarking salary and fundraising costs against the sector, and the percentage of membership subscriptions shared with the network.

Mark said that legacy recognition followed standard accounting guidance, i.e. legacy income could only be recognised if there was a legal obligation i.e. probate had been granted and the value of the legacy could be reasonably estimated, and he said the figures were audited.

On benchmarking our costs, Mark said that it was difficult to compare across the sector as there was a wide variation in size and level of activity. He said that we were currently investing in the future, so spend was intentionally high.

On branch share, Mark said that the recruiter received the entire subscription income in the first three years; thereafter, the national and local CPRE's each received a 50/50 share, with the regional share being funded from the National CPRE 50%.

Crispin Truman said that the aim over the next six years was to achieve a 4-1 return on investment on fundraising activity, i.e. to bring in income at four times the level of costs.

Adoption of Financial Statements 2018

The adoption of the Trustees' Annual Report and Financial Statements 2018 was proposed, seconded and carried unanimously.

Ordinary Resolution to Appoint the Auditors

The appointment of haysmacintyre llp was proposed, seconded and carried unanimously.

Ordinary Resolution to Authorise the Board to Fix the Remuneration of the Auditors

The motion was proposed, seconded and carried unanimously.

Ordinary Resolutions to Elect the President and Vice Presidents

President

Su Sayer thanked Emma Bridgewater for her work during the year and said that she would be thanking Emma properly on day two of the conference, when Emma would be present.

The election of Emma Bridgewater as President was proposed, seconded and carried unanimously.

Vice Presidents

The election of Sir Andrew Motion was proposed, seconded and carried unanimously.

Su Sayer said that Christine Drury had done amazing work for CPRE since 2004. She was one of the best-known people within CPRE, and that she was a visionary who was also pragmatic.

The election of Christine Drury was proposed, seconded and carried unanimously.

Honorary Standing Counsel

Su took the opportunity to thank John Hobson QC, who had for many years acted as CPRE's Honorary Standing Counsel and had provided wonderful legal advice on a pro bono basis. We were very fortunate that Paul Brown QC, who was already a member of the Legal Panel, had agreed to take up the role of Honorary Standing Counsel.

Outgoing Trustees

Su Sayer thanked Lucie Hammond for her excellent work as Treasurer over the last three years, and wished her well.

Su thanked Christine Drury for her work as trustee for the past six years, for much of which she was also Deputy Chair. Christine's support had been invaluable, and she could take the credit for much of the direction of the Purpose Project. She had always challenged the Board to produce clear communications, and she was the perfect national advocate for the network. Christine focused on joint working and collaboration at all levels and had offered stability, wisdom and leadership. Su quoted Christine, saying 'member and public support gives us capacity and authority to protect and promote'.

Su thanked Christine for instilling passion and determination into the Board and said that she would make an inspirational Vice President.

Christine Drury thanked Su for her kind words but said that there were many people in the room who had done as much. She had worked with a wonderful CPRE team.

Christine was presented with a gift, a CPRE medal and a Lifetime Achievement Award.

Ordinary Resolution to Elect the Treasurer

The motion that Martin Tyler be elected as Treasurer which was proposed, seconded and carried unanimously.

Ordinary Resolution to Elect One General Board Member

The motion that Robin Thompson be elected as a General Board Member was proposed, seconded and carried unanimously.

Special Resolution to Elect One General Board Member

Su Sayer apologised to the meeting, saying that we had failed to advertise to Voting Members the process of direct nomination of General Board Member candidates to the AGM, as outlined in the Articles of Association.

Su explained that there would be a vote on option 1 which if passed would mean that an entirely new recruitment process would be run and there would be no further voting.

If option 1 failed, a vote would then take place on option 2, which proposed that the Trustee Board candidate previously notified to the meeting, Patricia Broadfoot, be elected to the Board. Su then asked for questions.

Peter Neal, CPRE Dorset, said that in other organisations the Nominations Committee's role was to vet those coming forward for election, so that the meeting would have selection of candidates to choose from.

Su Sayer said that this would be investigated and that the Nominations Committee consisted of network and Board members, with the network members in the majority and Chairing the committee. Christine Drury said that the Nominations Committee had been refreshed some time ago.

Mary Booth, CPRE Staffordshire, said that she was a relatively new Voting Member and had not seen any information. Mark Cornish said that the vacancies had been notified in the e-circular.

Option 1 was proposed and five people voted in favour of the motion. This did not achieve the required 75% required for the motion to proceed so option 2 was then proposed.

Option 2 was proposed and 33 people voted in favour of the motion. Option 2 having achieved 78%, and meeting the requirement of achieving over 75% of those attending the meeting in person or by proxy, Patricia Broadfoot was declared as the new General Board Member.

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Any Other Business

There was no other business.

The Chair closed the meeting.