



MINUTES OF THE ANNUAL MEETING OF BRIGADE COUNCIL

held at Hilton Grosvenor Hotel, Edinburgh
on 1st September 2018

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There were present: Mr Alistair Burrow, Brigade Vice- President and 195 leaders and guests of the Brigade.

1. WELCOME

Mr Burrow, Chairperson welcomed everyone to the meeting and opened proceedings with prayer. He advised that unfortunately the Brigade President was unable to attend, and accordingly Brigade Executive had asked him to chair the meeting

Members who were attending for the first time were asked to stand to be welcomed.

The Brigade Secretary intimated that a total of 224 votes had been registered. These were comprised of 127 Company / Battalion, 43 Proxy and 54 Postal votes

2. MESSAGE FROM HER MAJESTY THE QUEEN, PATRON OF THE BOYS' BRIGADE

The Chairperson read the message of Loyal Greeting sent to Her Majesty the Queen:

“Members of The Boys’ Brigade wish to convey to Your Majesty, our Patron, loyal and affectionate greetings on the occasion of our Annual Meeting of the Brigade Council in Edinburgh on 1st September 2018.

This October will mark the 135th anniversary of the founding of the Brigade and as we continue to strive to advance Christ’s Kingdom we greatly appreciate your continued interest in our movement.”

The Reverend Dr Lord Griffiths of Burry Port, President”

Her Majesty graciously replied as follows:

“Please convey my warm thanks to the Members of The Boys’ Brigade for their loyal greetings, on the occasion of the Annual Meeting of the Brigade Council which is being held today.

I was pleased to be reminded that this is the One Hundred and Thirty Fifth Anniversary of the founding of the Brigade.

As your Patron, I send my warm, good wishes to all those who are assembled in Edinburgh for a most memorable and enjoyable programme.

ELIZABETH R.”

Members also viewed a video presentation from the Brigade President who was in the USA on a speaking tour.

3. ADOPTION OF BRIGADE COUNCIL PROCEDURE RULES

Copies of the Standing Orders for Brigade Council had been circulated prior to the meeting. The Chairperson proposed the adoption of the Rules and they were unanimously adopted by the meeting.

It was agreed that the Brigade Staff would act as tellers for any ballots.

4. COMMEMORATION

Leigh Maydew, 2nd Wednesbury Company, led the commemoration to remember members who had passed to higher service during the year.

5. MINUTES OF MEETING OF BRIGADE COUNCIL – Manchester 2017

The minutes of the Brigade Council meeting held in Manchester on the 2nd September 2017 were approved as a correct record of proceedings.

6. REVIEW OF THE YEAR

Printed copies of the annual review were made available before the meeting. Council members also viewed a video presentation which highlighted key events and achievements from the 2017/2018 Session.

7. PRESENTATION OF ANNUAL ACCOUNTS 2017-2018

The audited Financial Statements for the year ended 31st March 2018 were presented by the Brigade Treasurer, Mr Clifford Bygrave, who proposed that they be received.

The Auditors, Whiting and Partners, had given an unqualified Report on the Accounts and the supporting disclosures and documentation.

The Treasurer reported that it has been a challenging year financially primarily due to a drop in income from capitation fees and supplies along with additional expenses relating to the Pension Fund. As a result the accounts showed an overall deficit of £200,041.

The Balance Sheet showed that the Brigade had total assets of £4,374,244 at 31st March 2018. The deferred income item of around £364,961 relates to capitation fees received prior to March but for the year to 31st August 2018.

The Treasurer indicated that the current financial position was still difficult and there was growing evidence that the continued reduction in numbers in the past years has now had a significant effect on the Brigade's income.

In answer to a question from Leigh Maydew, 2nd Wednesbury Company, the Treasurer indicated that he had urged the trustees to take action to help improve the financial situation. As such it had been proposed that two review groups should be established to look at staffing matters and the detailed budget.

The Treasurer recorded his appreciation to Gina Alderson and her finance team for the dedicated service and expertise which they continue to give to the Brigade on a day-to-day basis.

The presentation of the Accounts was seconded by Mr Paul Haggan, Brigade Executive, who also paid tribute to the Treasurer for all his leadership and work during the past year.

8. ANNUAL CAPITATION FEES FOR THE 2019/2020 SESSION

The Annual Capitation Fees were proposed by Mr Paul Haggan, Brigade Executive, who outlined the proposed fees for the 2019/2020 session.

Mr Haggan explained that the Executive were well aware of the financial pressures facing companies. He also reminded members that the fees for the 2018/19 session included abolishing the company fee and introducing the same level of fee for young people and leaders, with the exception of helpers. These changes and the new fees being proposed form the first phase of preparations for a new system of “two tier” capitation which it is hoped will give greater transparency and accountability on how budgets are spent at both HQ & Regional level. The intention is to move to this new model from the 20/21 session.

The proposals were seconded by Philip Daley, Brigade Executive.

Council then agreed the following fees for 2019/2020 by a large majority.

Category		Fee
Fee per young person		£21.00
Adult fees	Officers / leaders	£21.00
	(Second person at the same address)	£16.50
	Battalion & District Officers not on Company roll	£21.00
	Officers / leaders in receipt of state retirement pension	£16.50
	Officers / leaders in full time education or training.	£16.50
	Helpers	£15.50

The fee in respect of an Associate Member would be £28.00

The maximum fee that a Company would pay in respect of young people would be £2050.00.

9. BRIGADE AUDITORS

The Treasurer proposed on behalf of the Executive that Whiting and Partners be reappointed as auditors of The Boys' Brigade and that the Brigade Executive be authorised to fix their remuneration.

Mr Perry Donaldson, Hon Brigade Vice-President, seconded the proposal.

The motion was carried by a substantial majority.

10. TO APPOINT BRIGADE OFFICE BEARERS FOR 2018/19 SESSION

The Chairperson reported that the Executive had been continuing the search for a new Brigade Chaplain. He anticipated that the Executive would fill the post by co-option for the current session and that a nomination would be brought to Council in 2019.

Perry Donaldson, Hon Brigade Vice-President then took the chair for the remainder of this item.

Mr Andrew Baldwin proposed on behalf of the Executive that the following office bearers be re-appointed for the 2018/2019 session and Mr Robert Cunningham, Brigade Executive, seconded the proposals.

President: The Rev Dr Lord Griffiths of Burry Port

Vice President: Mr David Aubrey Q.C.

Mr A S Burrow

Treasurer: Mr C Bygrave FCA

Following a show of hands all the above office-bearers were re-elected by a large majority.

11. MOTION IN THE NAME OF BRIGADE EXECUTIVE TO AMEND THE ARTICLES OF ASSOCIATION.

On behalf of the Brigade Executive, Mr David Aubrey, QC, Brigade Vice-President, proposed the following motions. The motions were seconded by Mr Stuart Rankin, Brigade Executive.

In speaking to the motion Mr Aubrey explained that these motions had initially been proposed last year and were being brought back to Council for further consideration. Motion (i) was required to bring the Articles in line with the 2006 Companies Act and the motion (ii) better reflected the current schedule of Brigade Executive meetings.

It was noted these motions required a majority of 75% of those voting.

To amend the Articles of Association by

- (i) deleting Article 35.3.3; and
- (ii) amending Article 59.5 by deleting the words “all their meetings held within a period of six consecutive months and the Trustees resolve that his or her office be vacated” and substituting in place thereof the words “three consecutive meetings of the Trustees without due reason.”

There were no questions or comments and both motions were carried by a large majority.

12. MOTION IN THE NAME OF BRIGADE EXECUTIVE TO AMEND THE BRIGADE REGULATIONS.

On behalf of the Brigade Executive, Mr Alistair Burrow, Brigade Vice-President, proposed the following motions. The motions were seconded by Ms Rachael Knowles, Brigade Executive.

In speaking to the motion Mr Burrow explained that these motions would allow the Executive to “tidy up” various references to Boys and Girls and different categories of leaders.

Motion (iii) would again bring regulations in line with the Companies Act and amendments relating to the notice required for council business were being introduced to allow the Brigade to make best use of modern technology.

The amendments tabled were:

To consider, and if thought fit, approve the following Motions in the name of the Brigade Executive as Ordinary Resolutions (requiring a simple majority of those voting)

- (i) Council authorises and instructs Brigade Executive to amend Brigade Regulations to the effect that “Leader” and “Leaders” shall be as defined in Section FOUR (Leadership Regulations) of Brigade Regulations and to make such further consequential changes as may be required to achieve consistency in referring to the adult members of the Brigade. (Please see note below)
- (ii) Council authorises and instructs Brigade Executive to amend Brigade Regulations to substitute where appropriate references to “Boys” and “girls” with the term “Young People” and to make such further consequential changes as may be required.
- (iii) To delete existing Regulation 81.3.3 and to insert in substitution as follows: “
81.3.3 If the Brigade Executive member or Regional Committee member cannot attend a Brigade Council meeting s/he may

81.3.3.1 appoint in writing as proxy another person attending Brigade Council to vote on his/her behalf; or

81.3.3.2 exercise her/his vote by post or such other method as may be in accordance with procedures adopted for voting and duly notified with the notice of meeting.”

(iv) Council authorises and instructs Brigade Executive to amend Brigade Regulations to delete the requirement to notify Brigade Council business in the Gazette and instead to make electronic notification to companies the primary requirement for notice whilst retaining provisions for notice by post or in the Gazette as a secondary form of notice to members, to make specific provision for the last dates for notice of motions and amendments, to substitute “12 noon” for “9.00am” twice in Regulation 83, and to make such further amendments as may be considered necessary or desirable to give effect to this intention.

A vote was held on each proposal with a card vote being called for regarding motion (ii) In that case the result was For 139 – Against 75, and so the motion was carried. All the other motions were carried by a large majority.

13. FEEDBACK ON PROPOSALS to reduce the size of the Brigade Executive followed by discussion.

Alistair Burrow reported on the background to this item and the general acceptance that there was agreement to reduce the size of the Executive.

This matter had been considered last year and following the defeat of the “Ayling” motion in 2017 the Executive had given this further consideration. They were aware of the Charity Governance code that suggested an optimum number of twelve trustees although this was only guidance and not a statutory requirement. He was also aware of suggestions for direct elections to the Executive and differing opinions on whether all office-bearers should be trustees.

The Executive are now proposing to bring forward new proposals in 2019 and had launched an on-line survey to gauge the views of the membership. All parts of the Brigade were encouraged to take part in the consultation process and it was noted that additional comments could also be sent to the Brigade Secretary.

14. ACCOUNTABLE AUTONOMY – report from Brigade Executive regarding the Northern Ireland District’s Motion approved in 2017.

David Aubrey, QC up-dated Council that since last year various discussions had been held with representatives from NI District. In doing so he paid tribute to David Blevins, Northern Ireland District President, and the others involved in these talks.

As a result of these discussions a Heads of Agreement document had been drafted. Both the Brigade Executive and the Northern Ireland District Executive had endorsed the document, which would form the basis of future plans.

Mr Aubrey asked Council for its continued prayerful support to help conclude this matter.

15. ANY OTHER LAWFUL BUSINESS

Alan Privett, 7th Dublin, asked for more information about the “Battle’s Over” initiative that HQ had encouraged companies to support. The Brigade Secretary explained this was in addition to the usual Remembrance Day services and additional information was available on the project’s website.

Alistair Burrow then paid tribute to and expressed thanks to the retiring members of the Executive:

Leslie Buttimer	Republic of Ireland
Michael Elliot	England
Lee Hiorns	England
Sharon Mackey	Northern Ireland
Colin Smith	Wales
David Sneddon	Scotland
Lindsay Stein	Scotland

and presented each of them with a gift on behalf of the Brigade.

The Conference Planning team, the Brigade Secretary and other members of the Brigade Staff were thanked for all their work to make the conference a success and for all their work throughout the session.

16. INVITATION TO CONFERENCE 2018

All present were invited to attend Brigade Conference in Swansea from the 6th-8th September 2019.

17. CLOSURE

The meeting was closed with members saying The Grace together.