

# MCG 2023 AGM – 1st April 10AM at Nordrach and online

Dear

This is formal notice of the 69th Annual General Meeting of the Mendip Caving Group. Observe that the counting of general meetings is from the group's founding in 1954, not from its conversion to a charity in 1976 or conversion to a CIO in 2022.

## Meeting Details

The Annual General Meeting will be held at the MCG Cottage, Nordrach on Saturday 1st April 2023 and will start at 10:00 AM. Participants may join the meeting remotely, using Microsoft Teams with the following link:

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_NTY5Zml1M2ltZGQ2Yi00ZDZiLWJlZDEtYzYyMTY1NGM4NTVI%40thread.v2/0?context=%7b%22Tid%22%3a%2287b47bd1-4f4a-4c82-9c97-ed580b667d5d%22%2c%22Oid%22%3a%22ca545057-9e1a-43a8-b98a-cd637c542322%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_NTY5Zml1M2ltZGQ2Yi00ZDZiLWJlZDEtYzYyMTY1NGM4NTVI%40thread.v2/0?context=%7b%22Tid%22%3a%2287b47bd1-4f4a-4c82-9c97-ed580b667d5d%22%2c%22Oid%22%3a%22ca545057-9e1a-43a8-b98a-cd637c542322%22%7d)

If you are unable to attend and wish to record your apologies, please email [secretary@mendipcavinggroup.org.uk](mailto:secretary@mendipcavinggroup.org.uk) Please do not reply to the email address that you received this message from.

## Notes

Our AGM is an important event at which we review our activities over the previous year and make plans for the future. Attendance by as many members as possible is welcome and indeed essential, if MCG is to thrive.

We are still looking for nominations for the posts of Librarian/Recorder and Editor or Tackle Master. It is important that we have volunteers to fill these posts. Please see the role descriptions here <https://www.mendipcavinggroup.org.uk/committee-role-descriptions/> (the password for the member's area of the website is currently *nordrach* ). We would also like some help with the maintenance of our website. Please let the secretary know as soon as possible if you want to volunteer for one of these or indeed, any trustee posts. For the record, I do not intend to stand as Secretary for 2024-2025 – I was elected in 2018, so 2023-2024 will be my sixth year.

The Mendip Caving Group is still in the process of converting from registered charity 270088 to Charitable Incorporated Organisation 1197325. We have not yet completed the transfer of the investments and the title of the cottage to the CIO – it's taking longer than we thought. We can't close the old charity until these transfers are complete.

The old charity is governed by the MCG's old constitution and the CIO by its new constitution. A consequence of the ongoing transfers is that we must today, actually hold two AGMs, one for the old charity and one for the CIO. The bulk of the AGM business will be conducted within the CIO's AGM. We need though to elect some committee members (trustees) for the old charity so that they can authorise its eventual closure. The AGM of the old charity will be held first with the CIO AGM following on immediately afterwards.

You will find a copy of this notice and agenda here:

[https://www.mendipcavinggroup.org.uk/app/download/11943860/MCG\\_2023\\_AGM\\_Notice\\_Agenda.pdf](https://www.mendipcavinggroup.org.uk/app/download/11943860/MCG_2023_AGM_Notice_Agenda.pdf)

If you want to consult printed copies of documents at the AGM, please print them yourself and bring them along.

## AGM Dinner

We are holding a dinner at the Castle of Comfort on the evening of the 2023 AGM. If you have not yet received information about this, and would like to attend, please get in touch with Jackie Murch on [jackiemurch32@outlook.com](mailto:jackiemurch32@outlook.com) as soon as possible.

Bill Chadwick – MCG Secretary [secretary@mendipcavinggroup.org.uk](mailto:secretary@mendipcavinggroup.org.uk)

10<sup>th</sup> March 2023

## Agenda for the AGM of MCG as Charity 270088

1. Welcome, appointment of Chair.
2. Record of those present, indicating physical or virtual presence, as well as those sending their apologies.
3. Vote on the motion:

*“That any routine AGM business be conducted at the ‘2023 MCG as CIO 1197325 AGM’.”*

See the CIO AGM agenda below for details.

4. Vote on the motion:

*“That the trustees with the roles of Secretary, Treasurer, Librarian/Recorder, Caving Secretary, Social Secretary, Editor, Cottage Warden and Tackle Master that are elected as trustees of the CIO at the CIO AGM also be elected as committee members of the MCG as charity 270088.”*

A list of those standing as trustees of the CIO will be found in the CIO AGM agenda.

Note: In the 2022 AGM we resolved to authorise the committee to close the old charity once the transfer of assets to the new charity is completed.

## Agenda for the AGM of MCG as CIO 1197325

1. Welcome, appointment of Chair.
2. Record of those present, indicating physical or virtual presence, as well as those sending their apologies.
3. Short review of the 2022 AGM minutes (covering both charities) and any actions therein.
4. Vote to agree that Minutes of the 2022 AGM for both charities (provided separately and available here [https://www.mendipcavinggroup.org.uk/app/download/11750324/MCG AG Minutes 2022.pdf](https://www.mendipcavinggroup.org.uk/app/download/11750324/MCG_AG_Minutes_2022.pdf) ) are a true record of the meetings.
5. Presentation of 2022/2023 officer's and trustee reports which you will find here <https://www.mendipcavinggroup.org.uk/committee-meeting-minutes> - please check back for later updates.

- a. Secretary – Bill Chadwick - completed
- b. Treasurer – Tom Harrison - completed
- c. Caving Secretary – Mark Edwards
- d. Cottage Warden – Jason Kirby - completed
- e. Tackle Master – Dan Mathews
- f. Recorder/Librarian – Dave Lossi - completed
- g. Social Secretary – Jackie Murch
- h. Editor – position vacant, no report
- i. Investment Manager – Ben Cooper

## 6. Election of trustees for 2023-2024

The CIO constitution provides for a maximum of twelve trustees. Many, but not all, of the trustees, are involved in the day-to-day running of the MCG. All the trustees will be invited to and may join, any meeting of the trustees. Those listed in the table below with a role of Custodian are not expected to take part in the day-to-day running of the MCG. Their expertise may be called upon by the other trustees when needed, or they may offer help if the other trustees experience particular difficulties. Practically, during 2022-2023, the Custodians have helped us achieve a quorum (more than half) for trustee meetings and helped with our decision making. According to the CIO constitution, one third of the trustees must resign annually but may stand for re-election. The trustee nominations for 2023/2024 are shown in the table below.

<b>Role</b>	<b>Candidate</b>	<b>Resigned 2022-2023</b>	<b>Proposed By</b>	<b>Seconded By</b>
Custodian	Brian Snell	No	Bill Chadwick	Jonathan Roberts
Custodian	Tim Francis	No	Bill Chadwick	Jonathan Roberts
Custodian	Jonathan Roberts	No	Bill Chadwick	Jason Kirby
Investment Administrator	Ben Cooper	No	Bill Chadwick	Jonathan Roberts
Secretary	Bill Chadwick	No	Jason Kirby	Jackie Murch
Treasurer	Tom Harrison	No	Bill Chadwick	Jonathan Roberts
Cottage Warden	Jason Kirby	No	Bill Chadwick	Mark Edwards
Caving Secretary	Mark Edwards	No	Jason Kirby	Bill Chadwick
Tackle Master	Dan Mathews	Yes	Bill Chadwick	Jonathan Roberts

Social Secretary	Jackie Murch	Yes	Bill Chadwick	Mark Edwards
Editor	?	Yes		
Librarian / Recorder	?	Yes		

## 7. Election to other posts for 2023-2024

- a. Conservation and Access Officer (represents MCG at CSCC and CCC Ltd meetings) – was Hayley Clark for 2022-2023, a new representative is required
- b. Rescue Warden – Not currently required by Mendip Cave Rescue but the need for the position is to be kept under review

## 8. Election of Account Examiners for 2023-2024

2022 examiners were Linda Milne and Peat Bennett. Linda has volunteered again for 23-24 but Peat has asked that someone else take on this once-a-year task.

## 9. Proposed amendments to our constitution as a CIO

At the 2022 AGM we were asked to produce a draft for a constitution that includes under 18 members. You will find that here

[https://www.mendipcavinggroup.org.uk/app/download/12016337/MCG\\_Proposed\\_Constitution\\_Juniors\\_draft\\_07\\_Mar\\_2023.pdf](https://www.mendipcavinggroup.org.uk/app/download/12016337/MCG_Proposed_Constitution_Juniors_draft_07_Mar_2023.pdf)

We must vote to adopt this amendment or retain our existing constitution.

Mark Edwards proposes that we amend the trustee meeting quorum sentence in para 19 (3) (a) from

The quorum is more than half of the total number of charity trustees, or such larger number as the charity trustees may decide from time to time.

To

The quorum is a minimum of five charity trustees, or such larger number as the charity trustees may decide from time to time.

The background to this is that when preparing the CIO constitution, we did not envisage that we would routinely elect twelve trustees, rather

eight or nine. Extra 'custodian' trustees were elected in our 2022 AGM, in part as signatories for investments. At that time, we did not expect them to be involved in the day-to-day management of the MCG. We had some trouble getting seven trustees together at the same time for a virtual meeting during 2022. We had one meeting that was not quorate. Needing just five trustees would make it easier to form a quorate meeting.

10. Matters for discussion and a vote

Any formal General Meeting motions received by the secretary.

We need to review our membership and bed night fees with regard to increased costs of fuel etc. Proposals to follow.

11. Any Other Business

12. Award of the Knibbs trophy for 2023.

13. Award of the Digging trophy for 2023.

14. Suggestions for celebrating the 70<sup>th</sup> anniversary of MCG in 2024, or the 75<sup>th</sup> anniversary in 2029.

15. Date and venue of next AGM.