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charity no 1144840, registered in England and Wales, limited company no 7846516

**ANNUAL GENERAL MEETING
OF OPEN SPACES SOCIETY
(limited company number 7846516, charity number 1144840)**

**Minutes of the Annual General Meeting held at Friends' House,
Euston Road, London NW1 2BJ on Tuesday 10 July 2012**

PRESENT

Mr Roger de Freitas	(vice-president)
Tony (Lord) Greaves	(vice-president)
Mr Edgar Powell	(vice-president)
Mr Bernard Selwyn	(vice-president)
Mr Tim Crowther	(chairman)
Mrs Jean Macdonald	(vice-chairman)

and 41 other members of the society, six members of staff
and five guests.

Apologies were received from 99 members.

12/29 At the start of the meeting, Hugh Pratt raised a point of order that the proxy form had not been passed by the board of trustees and it was confusing.

12/30 Chris Borland, company secretary, said there was no rule that stated that the proxy form had to be approved by trustees and no other public limited company requires its proxy form to be checked by the board. The general secretary said that it had in fact been checked by our solicitor and note 1 made it clear that everyone who signed the form or attended the AGM was deemed to be a member of the new company.

12/31 Diane Andrewes moved next business and this was carried overwhelmingly.

APPROVAL TO LIMIT SPEECHES

12/32 The chairman asked the meeting to adopt the practice of limiting speeches as follows: proposers of resolutions maximum five minutes, others maximum three minutes.

12/33 Hugh Pratt challenged this and proposed that proposers of resolutions should have 15 minutes. This was seconded by John Ives. The resolution was overwhelmingly rejected.

MINUTES OF SPECIAL GENERAL MEETINGS HELD ON 23 NOVEMBER 2011 AND 13 DECEMBER 2011

12/34 These were approved and signed.

ELECTION OF VICE-PRESIDENTS AND MEMBERS OF THE BOARD OF TRUSTEES

Vice Presidents

12/35 Tim Crowther proposed and Peter Newman seconded the election of the following vice-presidents: Lord Clark of Windermere, Len Clark, Mike Clarke, Paul Clayden, Roger de Freitas, Tony (Lord) Greaves, Richard Mabey, Edgar Powell, John Riddall, Bernard Selwyn, Ronald Smith and Pat Wilson. This was carried.

Trustees

12/36 After a ballot of those present, and including the proxy votes received before the meeting, the votes cast were as follows:

Diane Andrewes	116
Graham Bathe	122
Elizabeth Brimmell	23
John Ives	31
Phil Wadey	133

Diane Andrewes, Graham Bathe and Phil Wadey were therefore elected to the board of trustees.

APPOINTMENT OF INDEPENDENT EXAMINERS FOR 2012

12/37 It was proposed by Robert Peel, seconded by Peter Kidner, and agreed that Villars Hayward, chartered accountants and registered auditors of Henley-on-Thames, be appointed independent examiners for 2012

RESOLUTIONS

12/38 Hugh Pratt proposed and John Ives (in the absence of Sally Burfoot) seconded the following resolution:

1. Trustee tenure

'On advice of Charity Commission we seek to resolve Trustee tenure and members resolve that no trustee should serve more than 6 consecutive years for The Open Spaces Society, (old Society and or constituted and or incorporated).'

12/39 On behalf of the board of trustees, Chris Beney opposed the resolution.

12/40 After a ballot of those present, and including the proxy votes received before the meeting, the votes cast were as follows:

For	20
Against	111
Abstain	8

The resolution was therefore defeated.

12/41 In the absence of Sally Burfoot, Hugh Pratt proposed and John Ives seconded the following resolution:

2. Dr Pratt's legal expenses

'Members agree that Trustee Dr Pratt's legal expenses, to resolve Trustee tenure, be met by the Open Spaces Society" (as have the expenses of other Trustees in resolving this matter)'.
'

12/42 On behalf of the board of trustees, Tim Crowther spoke against the resolution.

12/43 After a ballot of those present, and including the proxy votes received before the meeting, the votes cast were as follows:

For	13
Against	116
Abstain	13

The resolution was therefore defeated.

12/44 John Ives proposed and Hugh Pratt seconded the following resolution:

3. In house change projects

'That the trustees be mandated to review the current reserves policy and consider the need to free up funds to drive in house change projects designed to transform the public perception of what the Society has to offer and thereby increase membership and income. Trustees to report back to membership by 31 Oct 2012'.
'

12/45 After a ballot of those present, and including the proxy votes received before the meeting, the votes cast were as follows:

For	36
Against	85
Abstain	17

The resolution was therefore defeated.

The chairman closed the meeting at 1.20pm

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The following took place during the afternoon session:

Word Association made a presentation to the meeting on the progress of the rebranding exercise for the society.

Tim Crowther presented a certificate to The Bishop's Meadow Trust of Farnham, Surrey as the overall winner of the first-ever Open Space Award. Jo Aylwin of The Bishop's Meadow Trust made a presentation to the meeting on the work of the Trust.

Beverley Penney, the society's appointee to the National Trust council, gave an update on the trust's direction and activities.

The afternoon session closed at 3pm.

*Paul Claydon*

*16.7.13*