

Noah's Ark Children's Venture

Annual General Meeting

held by a Zoom Call at 7pm on Tuesday 28th June 2022

Attending.

Name	Role	Organisation
Annie Rust	Member	DSCG Lewisham
Dave Newman	Member	Individual
Phung Nguyen	Member	Vietnamese Families
Debbie Cucuk	Member	Adventurous Gems
Stephen Brown	Member	Individual
Adam Hainsworth	Trustee, Treasurer	NACV
Caroline Newton	Chair	NACV
James Eastman	Trustee	NACV
John Davidson	Trustee	NACV
Mark Smyth	Secretary and Business Lead	NACV
Marcus Scrivens	Centre Manager	NACV
Matt Attwater	Site Maintenance	NACV
Sarah Robinson	Trustee	NACV
Edward Wilson	Trustee	NACV

1. Welcome, introduction

Caroline welcomed the members to the AGM that is virtual and declared the meeting quorate.

2. Apologies had been received from:

Name	Organisation
George Smith	Young Lewisham Project
Johann Williams	St Andrews Centre

3. Minutes of the previous AGM were approved as a correct record

Proposed by Dave Newman and seconded by Stephen Brown and approved unanimously by the membership.

4. Matters arising

There were no matters arising.

5. Chair's Report

Caroline Newton, Chair, made clear that the financial year we are reporting on is 2020 – 21. Caroline stated that for much of this year Macaroni Wood residential was closed due to the Covid pandemic. Caroline paid tribute to the staff during this difficult time and the Friends of Macaroni Wood and the Trusts and Foundations that supported us.

We remain grateful to the Ernest Cook Trust, the owners of Macaroni Wood, who lease this wonderful woodland site to us. Their wholehearted support over the years to help further our development and growth continues apace, and we look forward to consolidating this positive relationship in the future.

Although not directly relating to the year 2020 – 21 Caroline thanked Jo Wylie who stepped down from the Board after many years supporting the charity.

Finally, a huge thanks to all the trustees, volunteers, and friends of Macaroni Wood who donate their time and energies in so many ways that contributes so much to the organisation's success and development.

6. Treasurer's report

Adam Hainsworth (Treasurer) noted the headline figures of the year 2020 - 21, with the charity making a surplus of £18,929, despite being closed for much of the year whilst the Charitable activity income was over £70,000 less than 2019 - 20. However, our unrestricted grants and donations increased to £196,218 from £84,396 in 2019 – 20, including furlough (CJRS) grants.

With the lack of usage, we were able to control costs. Staff costs were broadly the same, with £20,042 covered by furlough grants. Variable costs such as light, heat and cleaning all reduced.

Adam thanked Mark and Marcus for their financial management during a difficult end of the year and keeping Macaroni Wood maintenance up to speed. With regards to the Designated Funds, there was a slight increase from donations to the Friends of Macaroni Wood and the other funds remained the same. We introduced the Dennis Hunter Fund of £5,000 for disadvantaged groups who may need support in staying at Macaroni Wood.

The Treasurer's report was proposed by Annee Rust and seconded by Dave Newman and approved unanimously by the membership.

7. Independent examiners

To reappoint Third Sector Accountancy Ltd as the independent examiners. Proposed by Anne Rust and seconded by Dave Newman and approved unanimously by the membership.

8. Independent examiners' remuneration

To authorise the charity trustees to set the level of the independent examiner's fees of £980. Proposed by Dave Newman and seconded by Annee Rust and approved unanimously by the membership.

9. Appointment of charity trustees

There was a recommendation from the Board that the following trustees are reappointed, to the members;

To re-appoint James Eastman - Proposed by Stephen Brown and seconded by Debbie Cucuk and approved unanimously by the membership.

10. Special Resolution 1 - Members

The special resolution proposed is to adopt the new Articles of Association of Noah's Ark Children's Venture (sent to all Members) whereby (8.1) a Director shall become a Member on becoming a Director.

Proposed by Anne Rust and seconded by Dave Newman with the special resolution one approved unanimously by the membership.

Special Resolution 2: Objects

We received formal consent from the Charity Commission on 9th March 2022, to change our charity objects under s.198(2)(a) of the Charities Act 2011 to amend the charity's objects to read;

2.1 The Charity's objects are restricted specifically only for the public benefit and the provision of facilities for the recreation and other leisure time occupation for children, being facilities:

- (i) Of which children and others have need by reason of their youth, disability, poverty, or social and economic circumstances,
- (ii) Which will improve the conditions of life for such children and others by promoting their physical, mental, and spiritual wellbeing, and
- (iii) To assist in such ways as the charity trustees think fit, any charity, social care or education organisation in the United Kingdom whose aims include the advancing of education of persons under the age of 25 years in conservation protection and improvement of the physical and natural environment.

Proposed by Annee Rust and seconded by Debbie Cucuk with the special resolution two approved unanimously by the membership.

Caroline thanked everyone for attending the meeting and stressed that we would like to get our Friends of Macaroni Wood next year to share ideas of how we can involve supporters, groups, and friends in supporting Noah's Ark Children's Venture.

Caroline Newton closed the meeting.

By order of the Board of charity trustees

A handwritten signature in black ink, appearing to read 'MS' or 'Mark Smyth', written in a cursive style.

Mark Smyth

Company Secretary

27 July 2022