

**GAPTC Away Day / EC Meeting – Minutes**

**Date:** **Saturday 25 January 2025
Venue: Churchdown Parish Offices**

**Attendees:**

* **Executive Members:** Alan Porter (Chair), Richard Page (Vice-Chair), Gareth Cope, Ray Cotton, Steve Ponting, Victoria Ranford, Madan Samuel, Isaac Bamfield, Amanda Davis (joined at 2:50 pm)
* **Also in Attendance:** Chris Haine (CEO), Derek Kemp (DCK Accounting, first part of meeting), Ruth Waller (Minute Taker)
* **Apologies:** Richard Crighton, Jim Harmsworth-Cowles, Carol Harris, Tasha Saunders

**1:15 pm: Welcome**

**Alan Porter, Chair** opened the meeting, welcoming EC Members, provided an overview, also welcoming Guest Speaker, Derek Kemp

**1:20 - 1:55 pm: Guest Speaker - Derek Kemp (DCK Accounting)**

**Derek Kemp** (NALC Accountant & JPAG Member) outlined two possible legal structures for GAPTC:

Derek shared an overview of options, and also referenced his experience taking another County Association through this exercise, focussed on 2 primary Options:.

* **Incorporation under the Limited Companies Act**
* **Co-operative route (larger structure, follows specific legislation)**

Legal responsibilities and tax implications discussed, and clarified.

Alan Porter shared absent Member’s notes on a Co-operative option, which was fully considered.

**Q&A, with further discussion followed.**

**1:55 - 2:15 pm: Lunch**

**Note: Derek Kemp left the meeting**

**EC Meeting**

**2:15 - 3:00 pm: Changing GAPTC’s Legal Status**

**Facilitated Discussion**

**Key points:**

* GAPTC has both collective and individual liabilities.
* Suggested introduction of an **Acceptance of Office / Directorship**, with adherence to Code of Conduct, etc.
* GAPTC is exempt from all taxes except **Employers’ NI and VAT**.
* No name change required, but "Ltd" must be added.

**Proposal:**

* **Richard Page** proposed recommending to its Member Councils (for ratification at EGM) that GAPTC becomes a **Company Limited by Guarantee (CLG)**.

**Seconded by Madan Samuel** and **unanimously agreed**.

**Note:** It was noted that Two-thirds of Member Councils ideally approve this change.

**Next steps:**

* Electronic voting invitation to be sent to all Member Councils.
* Agreed for Chris Haine, Alan Porter, and Richard Page to draft covering letter, and take forward through its Comms. Officer
* **EGM confirmed for Tuesday 18 March 2025 (7:00 pm via Zoom).**

**Name Change Proposal:**

**Proposed by Isaac Bamfield, Seconded by Gareth Cope**

To change GAPTC’s name to **GALC** (to align with other County Associations)

**Vote outcome:** **5 in favour, 3 against, 1 abstention.**

**Note: Ruth Waller left the meeting**

**3:30 pm: CEO Summary & Report**

Chris Haine (CEO) summarised some of the past 12 months activities,emphasising 7 Nolan Principles in Governance were of key importance to create an appropriate standard for an Organisation, such as GAPTC, as an exemplar to its Member Councils. Also reinforcing HSE Management Standards, to counter stress, as they served as indicative ‘stress measures’.

Brief update on **Staffing Structure Review**, proposed, as follows:

* CEO (F/T 37 Hours p/w)
* Comms. / Strategic Officer (Flexible Hours, currently operating at 30 p/w))
* Senior Advisory Officer (10 - 15 Hours p/w)
* Administrator (essential book-keeping/IT skills) (10-15 hours p/w)

CEO also placed on record the ‘stretched’ resources, and appreciation for the staff who have worked conscientiously, with commitment, through the demanding past 12 months.

Other live matters were discussed, with agreement for CEO to prepare a Summary Report, to consolidate events of past 12 months, to capture ‘lessons learnt, seeking to move forward, esp. in light of proposed transition to CLG.

Strategic Planning was briefly discussed, with reference to Devolution, and the existing GAPTC Strategic ‘Goals & Objectives 2022-26’ Overview Document, which will be further reviewed this year.

**3:45 – 4:15 pm: Finance & Budget**

**Review of Membership Fees and Financial Position**

Budget Proposals (previously circulated) were discussed, with consideration of the various Membership Fee’s options.

**4.45pm Note: Due to other commitments various EC Members had to leave, and the meeting became inquorate, with agreement to agree Membership Fees increase by email urgently within the following week**

Other Agenda Items were not discussed.**4.50pm Meeting Closed**

**Post-Meeting Note:**

**Appreciation to Ruth Waller for preparing these Minutes**