

CAMBERWELL AND DISTRICT ALLOTMENT SOCIETY

MINUTES OF THE AGM of the Main Society held at the scout's hut on Sunday 24th March at 10.30am

Attendees

Grange Lane: Julie Vickers, Tyrrell Evans, Sarah Thurman, Jill Panni, Sarah Knight, Martin Beard, Eleanor Brown, Frank Kunna, George Levantin

Gunsite: Judith Patrick, Mike Patrick, Tony Robertson Jones, Andrew Winchester, Nelly Tee, Jane Taylor, Maggie Jarman, Carol Henry, Kathy Heeps, Phil Heeps, William Marshall, Philip Milner, Jennifer Milner, Sarah Pietsch, Chris Hyde, Marjorie Loudt, Druid Flemming,

Grove: Andy Whittingham, Peter Hayes

There were 28 members making the meeting quorate.

1. Apologies for absence

These were received from Liz Brunton and Elaine Broadbent

2. Minutes of the AGM of 14th May 2023

Chris Hyde raised an objection to the minutes indicating that these did not formally record the objections he had raised in the discussions about the proposal to change to a co-operative. The minutes however did identify a query Chris Hyde had made concerning liability but as there was to be an update of the proposed changes later in the meeting there would be an opportunity for discussion.

Members approved the minutes with the amendment to note the objection raised by Chris Hyde.

3. Chairmans Report

Philip thanked everyone for attending and confirmed that the meeting was quorate which permits the committee to vote on the minor changes to be made to the terms and conditions of the change of status rules which if agreed will enable registration with the Financial Conduct Authority. Martin Beard will be updating members later in the meeting.

Members of the CDAS committee were thanked for their hard work over the last year and the chairman identified particular committee members including Elaine Broadbent, Tony Robertson Jonas who took over as Treasurer last year, Julie Vickers who volunteered to become secretary last year, the chairs and co-chairs of the 3 sites Tyrrell Evans Sarah Thurman, Mike Partick and Andy Whittingham, Maggie Jarman (who retired last November) Kathy Keeps and Martin Beard(an advisor to the CDAS committee)

Philip also reiterated the need to comply with the terms of the new lease with the Dulwich Estates whose covenants the CDAS committee has the responsibility of ensuring are respected. As a result of this there will be a review of the structures on the three sites and a cross-site bee policy with the help of the Bromley Bee Keeping Association. Members were also asked to be on the look out for Asian Hornets who are destroying the bees.

There were no questions.

4. Treasurers Report

Tony Robertson Jonas introduced this and explained the main role of CDAS was the payment of

- rent which is passed directly to Dulwich Estate,
- insurance and incidental expenses which is by way of a 10% levy on the rent.
- membership of the NSALG from the membership fee of £3 per member

Tony confirmed there had been very few transactions over the year to 2024. Dulwich Estate has continued to refuse to take payment for Grange Lane, has resulted in a buildup of reserves. although payment has been made for Grove and the Gunsite.

The accounts show a net asset of £22,000 but it was noted that our lawyers still are to be paid for their work in the negotiations of the new leases.

Chris Hyde asked what the impact might be because of issues around Grange Lane, and it was explained that there are 3 separate leases and the reason for Grange Lane being separate is associated with the query over structures.

There being no other questions the members present at the meeting approved the audited accounts.

5. Secretary's Report

Julie Vickers confirmed that she had organized and attended 2 CDAS committee meetings since her appointment as well as the AGM.

6. Approval of the updates to the rules for the co-operative Structure

Members were reminded that a presentation of the opposed change of status was given at the last AGM, and the membership voted to approve the change. At the meeting it was agreed that any 'substantial changes' to the model rules presented would be brought back to the membership for approval before pursuing registration. The CDAS committee was given delegated authority to respond to any comments from the NASLG and Financial Conduct Authority. Since the AGM there have been a number of discussions with the NSALG represented by Kathy Heeps, Martin Beard and Tyrrell Evans.

The details of the changes (proposed as a result of CDAS discussions with NSALG) were set out in a paper (a copy of which is annexed to the minutes), was sent out to all members with the agenda.

Martin Beard went through these-changes to the new rules:

Regarding changes in relation to Associate Membership, Martin said one was to enable a site to permit more than 2 helpers. The other change was to expand this type of membership to include persons who have expertise in horticulture and or agriculture to replicate the existing provision in the current rules. The change would allow for beekeepers who do not hold a plot.

Chris Hyde raised a query about how helpers could continue a plot. Martin confirmed that the new rules are no different than the present arrangements and it is the responsibility and discretion of each site to lay down such rules.

Martin referred to the added provision which allowed unresolved disputes between Site Committees and the CDAS Committee to be referred to NSALG.

In relation to a question about the lease with the Dulwich Estates Martin confirmed that if we can conclude our registration as a co-operative before the lease is finalized for signature, the co-operative will become the lessee in the new lease thus saving the need for the later assignment from two trustees.

Chris Hyde challenged the assertion that in the current situation, as an association, committee members and the wider membership hold a high level of liability in legal and financial terms. In response to this Martin confirmed his advice that registration as a co-operative provides limited liability for members which the present association does not.

Julie read out a statement from Liz Bunting who is the Legal Lead at the NASLG.

Members of a governing body of an unincorporated organisation have unlimited, personal liability and usually that liability is joint and several. This means that if the organisation fails to meet its debt, then members may have to meet them, and that burden may fall on those members that are most able to pay rather than on all of the members equally. Liability is to the full extent of each members personal assets meaning that in the worst-case members may face bankruptcy if a claim is made and the organisation does not have enough assets to meet the liability. In the first instance claims may be made against members of the governing body.

On the other hand, all members of a corporate body are protected by limited liability. When they agree to become a member of the corporate body, they commit themselves to paying a fixed amount if the organisation is wound up with outstanding debts. In a company limited by guarantee /co-operative this amount is usually only £1, but where liability is limited by shares members can lose the value of their shares.

There are times when members of the governing body of a corporate body can be held personally liable for some or all the debts of their organisation for example where one of more members of the governing body have acted fraudulently or irresponsibly. Generally, incorporation provides adequate protection. Whatever the organisations status if individual members personally guarantee debts of the organisation (for example a bank loan, overdraft or lease) their limited liability cannot protect them from having to pay off this debt if their guarantee is called in. personal guarantees are separate, private contracts between the individual and the lender have nothing directly to do with the organisation that will benefit from borrowing the money.

It is important to note that if an existing unincorporated organisation is insolvent, incorporating will not protect the members from previous liabilities.

The meeting was invited to vote to approve the minor updates on the model rules as set out in the paper of 12 March 2024

The vote was 27 in favour 0 against and 1 abstention.

7. Update on new leases with Dulwich estate.

Martin explained the current delay in the signing of the new lease. There is one outstanding issue which was a change put forward by Dulwich Estate lawyers relating to the restriction of implied rights which Grange Lane has always enjoyed.

Martin confirmed a question from Chris Hyde that in principle there are no extra liabilities to those in the current lease which would allow Dulwich Estate to go against individual plot members.

Martin confirmed that no VAT will be charged on the rent and increases will be every 5 years in line with CPI.

The committee noted the status.

8. Site Reports

Grange Lane Presented by Sarah Thurman (vice chair)

Main activities over the course of 2023-24

- **Waiting List and new lets:**

Grange Lane opened the waiting list for a month in September. There are now 83 people on the waiting list - some wanting full and some half plots. 11 new lets have been made since September 2023.

- **Evictions and Appeals**

One joint plotters challenged their Notice to Quit and their appeal was upheld by CDAS in the new year. They have until the May inspection to improve and cultivate the plot and their inspection will be carried out by CDAS representatives. A second eviction took place in February – with no appeal made.

- **Inspections Process**

We have revised and simplified our inspections process – rationalizing and simplifying the online inspection form and follow up monitoring. This is based on a Red-Amber-Green system, with full May inspections, follow up inspections for orange plots in September, and monthly 'light touch' walkabouts to identify problem plots between inspections. We hope this will reduce the deterioration of neglected/abandoned plots.

- **Damage to Fences - with Dulwich Woods and adjacent estate**

The high winds in December caused several large branches of oak trees to collapse and substantial damage has been done to the new fence. Dulwich Estate has agreed to make good the damage.

- **Intruders**

There have been multiple incidents of intruders coming into the allotments over the last 4 months or so. There is evidence of drinking, smoking and parties with some damage to plots at the top of the site. The trespassers leave bottles, help themselves to chairs from across the site, take timber from plots (destroying toolboxes etc.) and light fires. We are monitoring the situation and encouraging plot holders to hide or lock up their furniture. We think it's a combination of people coming over the (new) fence adjacent to the woods and coming over the gates.

- **Paths and Drainage**

A working party of volunteers was organized in October 2023 to clear the main ditch that runs along the edge of the fence with Dulwich Woods.

- **Reserves Policy**

The Committee developed a reserves policy during the year to ensure we always have sufficient funds to meet potential financial obligations. This states that GLA should hold around 12 months of reserves, as measured at the end of the financial year. If reserves exceed 16 months or fall below 8 months, the Treasurer needs to set out an action plan to bring reserves back to closer to 12 months.

- **Health and Safety:**

We have done a lot of work on H and S issues and emails have gone out to all plot-holders reminding/informing them of their responsibilities. A major project involved the installation of hinged covers to all water tanks which completed in February.

- **Teas and the Sunday social events:**

These have continued to take place on the second Sunday of every month, with a Christmas Special in December. Plant sales of plug plants start this Sunday 10th March.

- **Guardians Worldwide.**

Nic Salazar of the charity Guardians Worldwide took on two wild plots on Grange Lane adjacent to the bottom woods. They will clear the plots to develop oak sapling nurseries. This project is linked with the Dulwich Estate and the long-term intention is to plant the saplings along the South Circular and other parts of the DE once they are well established and moveable.

Tyrrell Evans and Sarah Thurman (Chair and Deputy Chair, Grange Lane Allotments)

Grove Allotments presented by Andy Whittingham (Chair)

- An uneventful year, with the only significant change being the installation of a new gate to improve security at the site. Any issues encountered were relatively minor and straightforwardly dealt with.
- As in recent years, ensuring the safety of members on site has been the Committee's priority. We continue to undertake quarterly health & safety reviews of the site – checking that ponds and water butts are appropriately covered, that trees appear safe, that structures are in a good state, and that paths are clear and well delineated. We have an action to replace many of the coverings on the water butts this year.
- Despite the high amount of rain recently, drainage at the site has been functioning well and we don't appear to have had the flooding of parts of the site that we have experienced in the past, which we attribute to the additional drainage ditches we have dug over the last year.
- The Dulwich Estate have been responsive to any issues we have had with trees on the site. The Estate removed several dead and dying elms at the front of the site that were adjacent to the South Circular and had been brought to our attention by Transport for

London. The Estate facilitated engagement with the occupants of two houses adjacent to the site whose trees overhang the site and about which we had concerns, in particular a very large willow tree with many dead branches which we regarded as a significant health and safety risk. The trees were professionally pruned, and the risk greatly reduced.

- We have 40 people currently on our waiting list – we take on around 6/7 new members per year on average.
- Our bank balance is healthy.
- We plan to hold our AGM on Saturday 20 April. In previous years, we held our AGMs in November, but our last two AGMs were not quorate and had to be rerun in the following spring. We have therefore made the change to April permanent, and we will again combine the AGM with our spring workday (also a social occasion with a seed/plant swap) which ensures enough people attend.

Gunsite Presented by Mike Patrick (chair)

- AGM

Gunsite Nov 2023 AGM agreed a reduction in numbers of hives to be kept by each of our beekeepers, with a Beekeeper Representative to liaise with committee.

Mike Patrick has taken on the role of chair following the AGM, with Maggie Jarman retained as vice chair. Many thanks to Maggie for all her hard work.

- Leases and Structures

Gunsite committee will review rules relating to structures in light of the upcoming new lease between CDAS and Dulwich Estate.

- Cooperative Status

Members present at the Gunsite AGM were advised of the progress towards adoption of cooperative status.

- Website

Nick Gwyer has helped tidy the Gunsite website to improve navigation.

- Shop

The shop is functioning very well under Mike Gavin, assisted by Rosemary Danielian, William Marshall and Philip Milner.

- Volunteers

Special thanks to our three Site Officers, Jane, Liz and Judith, who ensure the smooth running of our site - and to our several volunteers who undertake the mowing of paths, maintenance of waste skips and attend ad hoc work parties, etc.

- **Inclement Weather and Invasive Plants**

The recent prolonged wet weather has led to excessive run-off from Dulwich Woods. We now have a policy of closing off the worst affected paths, but some lateral paths still become heavily muddied. DE kindly allowed a work party to collect scalping for site road pothole repairs; our pile is all but used up within weeks.

Gunsite has an outbreak of Horsetail in several east end plots. Site Officer Liz Brunton is liaising with affected plot holders to keep this pest in check. A local outbreak of Japanese Knotweed in the apiary woods will be treated in the Spring.

- **Health & Safety**

The Gunsite Risk Evaluation has been expanded to include hazardous chemicals. Scheduled inspections are undertaken of perimeter trees. A poplar tree dropped a large branch without warning during a July gale. Plot holders have been advised to stay clear of the site boundary during windy conditions.

- **Plot Rentals & Waiting List**

Gunsite continues to pursue its policy of letting half plots to newcomers. Our waiting list has reduced from 172 to 138 over the past year.

- **Financial**

In the last accounts, Gunsite made a small surplus of £2,536 having made a small loss the previous year. This change is mainly due to having fewer maintenance projects in 2022-23. The shop sales increased by 29% in the year. We are fortunate that the shop funds maintenance projects and enables us to avoid passing cost fluctuations on to members. However, in our budget for 2023-24, there are some unknown costs relating to the new CDAS lease, which may result in our first rent increase for over ten years.

- **Harvest Lunch**

Many thanks to Lorna Mills, who organised this enjoyable and well attended social on 8 Oct.

9. Election of officers

The following officers were elected as proposed at the meeting.

Philip Milner	Chair
Tony Robertson Jonas	Treasurer
Julie Vickers	Secretary

24 voted in favour to all 3 officer appointments with 1 abstention.

10. Any Other Business

There being no other business the meeting was closed at 11.30am

