

# AGM 2012

## CHARTERED INSTITUTION OF WASTES MANAGEMENT

### ANNUAL GENERAL MEETING OF CORPORATE MEMBERS

Held on Tuesday 12<sup>th</sup> June 2012 at 1.15pm in Lecture Room 1, The Royal College of Surgeons of England, 35-43 Lincoln's Inn Fields, London WC2A 3PE

#### MINUTES

The President of the Institution, D Greedy was in the Chair.

The following Corporate Members of the Institution were recorded as being present:-

P D Ager	D Harding	R Parmenter
J Baird	J R Harper	Y Pearce
A Barker	S L Harwood-Clark	C Poole
M Bates	M R Hewitt	N J Prince
D Beadle	S Jenkins	J Quinn
T D Benfield	S Jenkinson	C S Reynolds
M J Bland	T Jones	D Riddle
T Bradley	T Jones	E Sharp
S Brown	E Kiernan	M J Sharp
W Burnett	P Lane	K Simmonite
I Butcher	S Lee	D Simpson
R Colley-Jones	A Lappage	J Stephenson
N Cross	B Leach	M Thorpe
H De Lemos	T March	P Vanston
B E Dennis	N Mattravers	G Weeks MBE
S Didsbury	KJ McFarland	S Welch
J Downer	A McVicker	J Wilks
J Ferguson OBE	T Moffatt	D Wilson
R Georgeson MBE	C J Murphy	A Young
D Greedy	A Olie	
I Gulland	C O'Brien	

#### **In Attendance:**

K W Webster (Finance Manager & Company Secretary)  
J Eden (Solicitor, EMW Picton Howell LLP)  
P McLaughlin (Chairman, Audit Committee)

#### **Welcome**

The Chairman welcomed all Members present to the Annual General Meeting of the Chartered Institution of Wastes Management, and reminded those attending that only Corporate Members (i.e. Fellows, Members and Licentiates) may vote, although non-corporate members were welcome to attend the meeting. He reminded all such corporate members that if they had not already done so they should give their names to the staff on the door as they left the meeting. He then declared the meeting open, and requested the Chief Executive Officer to read the Notice of Meeting.

#### **Notice of Meeting**

The Chief Executive Officer read the Notice of Meeting dated the 10<sup>th</sup> April 2012 that had been circulated earlier to all corporate members.

## **1. Apologies for Absence**

The Chief Executive Officer reported that a total of 7 written apologies had been received, and it was agreed that these should be taken as read. A further 1 apology was received from the body of the hall. The CEO also reported that a total of 123 proxy voting forms had been received, including 6 proxies allocated to Members present at the meeting. The latter were read out by the Chief Executive, and the remainder were taken as read.

## **2. Minutes of the Previous Annual General Meeting**

The Chief Executive Officer drew Members' attention to the Minutes of the Annual General Meeting of the Institution held on the 14<sup>th</sup> June 2011 that had been circulated with the Notice of Meeting. He further advised that although it was not a requirement for these to be approved by the meeting, nevertheless it was custom and practice to do so. On a proposal by Trevor Jones, seconded by Rebecca Colley-Jones, it was unanimously agreed that the Minutes were a correct record, and were signed as such by the President.

## **3. Trustees' Report and consolidated financial statements for the year ended 31<sup>st</sup> December 2011**

At the invitation of the President the Honorary Treasurer presented the Trustees' Report and the consolidated financial statements. The Honorary Treasurer commented as follows:-

"The General Council is pleased to advise the members that the financial results show a surplus of £49,068 (2010: Surplus £1,719,252). After recognition of realised investment gains and unrealised investment losses the retained surplus to be transferred to reserves is £10,030 (2010: retained surplus £1,803,118). The increase in the Chartered Institution's funds was £10,030 from £4,460,660 to £4,470,690.

Comparison of the surplus for the 2011 calendar year compared to 2010 is distorted by the inclusion in the 2010 figures of the merger and partnership with Emap of the exhibition operations of IWM Business Services Limited with the RWM exhibition.

This result is a satisfactory achievement against the backdrop of difficult general trading and investment conditions, and reflects the emphasis placed on careful and detailed management of expenditure whilst maintaining the quality of services to the members. Interest in training courses and other events presented by the Chartered Institution during the year has been good and indicates that the subjects covered are important to members and non-members alike.

Income from IWM Business Services Ltd by Gift Aid was £89,751"

The President invited Mr Paul McLaughlin, Chairman of the Audit Committee, to read the Auditor's Report which includes this opinion on the financial statements:-

"In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent charitable company's affairs as at 31 December 2011 and of the group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the Companies Act 2006, the Charities and Trustee Investment (Scotland) Act 2005, regulations 6 and 8 of the Charities Accounts (Scotland) Regulations 2006 (as amended) and the Charities Act 2011.

And to summarise their report on the matters on which they have to report by exception, they stated that they have nothing to report in respect of those matters where the Companies Act 2006, the Charities Accounts (Scotland) Regulations 2006 (as amended) and the Charities Act 2011 require us to report to you on exceptions."

On a proposal by Enda Kiernan, seconded by Stuart Reynolds it was unanimously  
**Resolved**

that the Trustees Report and consolidated financial statements for the year ended 31<sup>st</sup> December 2011 be approved.”

#### **4. Membership of the General Council 2012/13**

At the President’s request the Chief Executive Officer referred to the Report that had been circulated to members in the Notice of Meeting setting out the membership of the Institution’s General Council (The Trustees) for the year 2012/13. He reminded members that due to changes in the official CIWM calendar the Presidential term will begin in October. It was noted that this Report was for information only.

#### **5. Changes to the Regulations of the Institution**

At the President’s request the Chief Executive Officer referred to the Report that had been circulated to members and commented as follows:-

“The proposed changes to the Regulations provide for the appointment of an Honorary Vice Treasurer to Chair Finance Committee. Trustees have responsibility for the sound governance of the Institution and management of its finances. This proposal will provide for continuity and succession planning for this key role in the Institution.”

On a proposal by Stephen Didsbury, seconded by Simon Welch it was unanimously **Resolved**

That the proposed changes to the Regulations of the Institution set out in the Report and Appendix enclosed with the Notice of Meeting be approved.

#### **6. Appointment of Auditors**

The President reminded the meeting that the General Council recommends that the firm of accountants Kingston Smith LLP be appointed to act as the Institution’s Auditors for the accounting year ending 31<sup>st</sup> December 2012 and that their fees be subject to the approval of the Executive Committee.

On a proposal by Ray Parmenter, seconded by Terry March, it was unanimously **Resolved**

that Kingston Smith LLP be appointed as the Institution’s Auditors for the year 2012 at such remuneration as shall be agreed by the Executive Committee of the Institution’s General Council.

#### **7. Vote of Thanks**

Gill Weeks MBE of the North West Centre gave the following vote of thanks.

“I am pleased to be able to provide, on behalf of the members of the Institution, this vote of thanks to the many people who give their time and energy for our Institution. That group of people includes the President, who has represented us so ably since his inauguration, the Trustees, Centre and New Generation Group representatives and Chairmen of Special Interest Groups.

The CIWM depends on and is served well by enthusiastic volunteers who work tirelessly to ensure their Institution is at the forefront of the industry. I would also like to express my gratitude and that of the members for the commitment and professionalism shown by the staff of the institution.”

#### **8. Any other Business**

The President reminded members that it was not usual practice to take “Any other Business” at an AGM, however if there were any items of relevant urgent business there was then an opportunity. The President took the opportunity to thank members and the teams at Headquarters for their support over the past year. There were no further comments or questions and the meeting was formally concluded at 1.25pm.

Signed .....

Dated .....

DRAFT