

**South London Theatre Centre Ltd
Minutes of the EGM**

20:00; 3 February 2020
The Old Fire Station

Present: Hayley Barton-Stamp; Caroline Beckett; Justin Bikram; Helen Chadney; Owen Chidlaw; Graham Clements; Lily Ann Coleman; Adam Crook; Fiona Daffern (minutes); Charles Doyle; Bryon Fear; Brian Fretwell; Simon Gleisner (Chair); Kimberley Goldsmith; Helen Haslock; Barry Heselden; Mat Hill; Jeanette Hoile; Dave Hollander; Jeremy Hussain; Mark Ireson; Guy Jones; Jack King; Rebecca Law; Geoffrey Lill; Matthew Lyne; Gareth Milton; Hans Mudlamootoo; Jess Osorio; Marissa Papas; Lee Ridgeway; Anna Rubincam; Jason Salmon; Frankie Saunders; Mike Smart; Lisa Thomas; Christopher Vian-Smith; John Watson; Val Williams; Malcolm Woodman

Proxy: Chris Stooke

Apologies: Charlotte Benstead, Naomi Liddle, Jenn Nettles, Sarah Farage, John Irvine, Jenny Caro.

	Item
Purpose	
1	<p>The Chair welcomed members to this Extraordinary General Meeting (EGM) for the purpose of discussing and voting on:</p> <ul style="list-style-type: none">• Proposed changes to the structure of General Council• Proposed changes to rules around Honorary Members <p>And discussing</p> <ul style="list-style-type: none">• A mission and vision for South London Theatre
Resolution 1	
2.	<p>The GC structure changes are being discussed now so that the new structure could come into effect at the AGM this year. The drivers for this review are:</p> <ul style="list-style-type: none">• the Governance review, funded by HLF resilience money• changes to Tenure rules• evolving roles and functions <p>The Chair reminded members that all posts are available for people to stand for and be elected to, but there were some members of GC definitely not standing again: Dave Hollander (Deputy Chair); Chaz Doyle (General Stage Manager); Bryon Fear (Publicity Director).</p>

<p>3</p>	<p>It is proposed to change Article 23 to read</p> <p>23. Members entitled to attend and vote at general meetings shall, at each Annual General Meeting, elect from amongst their number twelve persons who have been members of the Company for a minimum of six months ending on the date of the Annual General Meeting, to the following offices on the General Council of the Company from the conclusion of that, until the conclusion of the next Annual General Meeting:</p> <ul style="list-style-type: none"> a) Chair b) Deputy Chair c) General Secretary d) General Technical Manager e) three Theatre Directors f) Membership Director g) Publicity Director h) Marketing Director i) Rights and Payments Director j) House Manager <p>The Finance Director and Company Secretary roles are currently, and would remain, co-opted posts without voting rights.</p> <p>The Chair talked the members through the attached structure chart.</p>
<p>4</p>	<p>Q&A</p> <p>Q. Cal B asked whether it was right to reduce Theatre Directors from 4 to 3?</p> <p>A. Historically, there had always been three Theatre Directors, this had increased when the Prompt Corner Administrator role was folded into Theatre Committee, but now we were back to one space four was felt unnecessary. Three had been tested in reality (due to unforeseen unavailability) and worked. Also, TC was involving more members who could rep shows.</p> <p>Q. Brian F asked whether additional people could be co-opted onto TC, if required?</p> <p>A. That was confirmed as possible. Several areas already had supporters who helped practically to deliver work and is hugely appreciated. There was no move to change this.</p> <p>Q. Adam C queried whether volunteering should sit under Deputy Chair or House Manager?</p> <p>A. Volunteering spans all of our functions, so the idea is that this role has oversight and of the different volunteering needs and can bring this together. It sits comfortably alongside training oversight.</p>

	<p>Q. Jeanette H stated her support for having a House Manager with full voting rights and felt the other roles had reasonable divisions.</p> <p>Vote by show of hands: AGREED. Unanimously (41). No abstentions.</p>
<p>Resolution 2</p>	
5.	<p>The Chair explained the current process for conferring honorary status, which is at the discretion of General Council. This was an honour, not a right and could not be bought. It is given as a life award.</p> <p>The current bye-laws specify that no more than 5% of the membership can be honorary members, which can cause an issue with fluctuating membership. It was proposed therefore to revise this to read</p> <p>At no time shall the number of Honorary Members exceed 20 honorary members or 5% of full members (whichever is greater).</p>
6.	<p>Q&A</p> <p>Q. Jeanette asked for a full list of members to be read out. People should know who and why honorary status had been conferred upon them</p> <p>A This was not possible. People had the right to anonymity and we would need to understand and respect personal preferences regarding public announcements first.</p> <p>Q. Kim G questioned whether 20 was enough?</p> <p>A. 20 was felt the right number as a minimum. If membership increased then the number of honoraries may go up. There was a financial implication and we want it to remain a special award.</p> <p>Q. Gareth M questioned what would happen if we went above 20 because of increased membership, but then membership dropped? He proposed to insert 'at the time of appointment'.</p> <p>A. Agreed a sensible clarification.</p> <p>Vote by show of hands on the amended wording:</p> <p>At the time of appointment, the number of Honorary Members shall not exceed 20, or 5% of full members (whichever is greater).</p> <p>AGREED. Unanimously (41). No abstentions.</p>
<p>Mission and Vision Statements</p>	
7.	<p>The Chair outlined work to develop joint mission and vision statements. that had been undertaken at a joint awayday, that included members of</p>

	<p>General Council, BPT, and the Member's Club.</p> <p>Mission statement looks at the present:</p> <ul style="list-style-type: none"> • What do we do now? • How do we do it? • Why do we do it? • Who do we do it for? • <p>Vision statement looks at the future:</p> <ul style="list-style-type: none"> • What is our purpose? • What are our aspirations? • What difference do we want to make? • To whom will it make a difference? • What is the community it will impact? <p>This was felt important to ensure that our separate committees had a common understanding and purposes, including the future direction of travel for our business planning. It helps frame decision-making. It is also useful for fundraising!</p> <p>At the awayday we developed the following proposed statements</p> <p>Mission statement For the Old Fire Station to be a creative and social hub that inspires our community to produce and enjoy quality theatre.</p> <p>Vision statement To be the best home for the best community-run theatre.</p> <p>The Chair will be consulting more widely with members on these statements in the following months.</p>
8.	<p>No further questions or issues.</p> <p>END</p>