

## **Minutes of Cumbria Tourism Annual General Meeting (AGM), 27 June 2019 – Roundthorn Country House hotel, near Penrith**

Chaired by Jim Walker, Vice Chairman (Apologies from Eric Robson)

- Thanks to United Utilities for sponsoring the meeting
- 107 attendees, excluding staff. 16 apologies received
- Minutes of last meeting accepted as true and correct

### **Directors' Report** *(Presented by Jim Walker, Vice Chairman)*

- Cumbria now has a £3billion tourism economy, as underlined by the recent STEAM figures
- Two years ago, the Board was reshaped to ensure it was 'fit for purpose'
- Gill Haigh has now completed her first full year as Managing Director. Thanks to Gill and the team at Staveley
- Cumbria Tourism (CT) has delivered a huge amount through its marketing, PR and membership services over the past 12 months. We are also seeing more effective lobbying and an uplift in the volume of international marketing being undertaken by the organisation.
- Last week's CT Awards demonstrate the quality of depth of Cumbria's tourism industry.
- In summary: CT is a strong DMO in a challenging climate. Financial and day-to-day support from members is more important than ever, as CT continues to look for new opportunities to grow and develop.

### **Auditor's Report** *(Presented by Richard Rankin, Finance Representative, CT Executive Board)*

- Great growth in CT's commercial income.
- The value of CT membership has also increased
- This year, there is a surplus which CT can reinvest to support the industry
- Following long negotiations, CT has been able to exit the Local Government Pensions Scheme. This has taken away the risk of a pension deficit charge and means the organisation is more healthy, secure and stable.

### **Resolution One: ACCEPTED**

To receive and adopt the Directors' Report, Auditors' Report and the audited accounts of the Company for the year ended 31st March 2019.

- Proposed by: Nick Lancaster
- Seconded by: Nigel Wilkinson

### **Resolution Two: ACCEPTED**

Re-appointment of Lamont Pridmore as Auditor of CT to hold office until the conclusion of the next General meeting before which Accounts are laid, and to authorise the Executive Board to determine the Auditors remuneration for the coming year.

- Proposed by: Peter Frost-Pennington

- Seconded by: Phil Johnston

### **Resolution Three: ACCEPTED**

That the Articles of Association be amended by the adoption of the following Clauses as Clauses 46 to 52:

#### **NOTICE OF CUMBRIA TOURISM'S ANNUAL GENERAL MEETING**

The Executive Board shall cause accounting records to be kept in accordance with the requirement of Sections 386 - 390 of the Act. Such records shall be the property of the Executive Board.

The books of account shall be kept at the office, or, subject to the provisions of Sections 388 - 389 of the Act, at such other place or places as the Executive Board shall see fit, and shall always be open to the inspection of the officers of the Executive Board. The Board shall, from time to time, determine whether, and to what extent, and at what times and places, and under what conditions or regulations, the accounts and books of the Executive Board or any of them shall be open to the inspection of Members of the Company.

The Executive Board shall, from time to time, in accordance with Sections 399 – 407 (inclusive) of the Act where applicable, prepare and lay before the Company in General Meeting, such profit and loss accounts, balance sheets, group accounts (if any), and reports, as are referred to in those Sections.

A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Company in General Meeting, together with a copy of the **accountant's assurance report**, and the Executive Board's report, shall, not less than twenty-one days before the date of the meeting, be made available to every Member of the Company via the Company website.

In accordance with the provisions of the Act, once at least in every year the accounts of the Company shall be examined, and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified **Accountant or Accountants**.

**Accountants** shall be appointed at the Annual General Meeting of the Company, and their duties regulated in accordance with the provisions of Sections **444, 474, 853, 1173, 236, 237, 262**, of the Act, where applicable, the members of the Executive Board being treated as the directors mentioned in those provisions.

- Proposed by: Paul Armstrong
- Seconded by: Chris Hodgson

### **Resolution Four: Election Results ACCEPTED**

Results of elections for vacant positions on CT Executive Board:

- Introductions to new Executive Board representatives:
  1. Justin Farnan, Lake District Calvert Trust - *Public relations and communications representative*
  2. Carl Bevan, Associated British Ports (ABP) Ports – *Representative for professional services or supply chain for the tourism industry*
  3. Mike Turner, Treetop Trek - *Representative for small tourism business operation*
- Outgoing Board member Haydn Spedding was also thanked for his long-term service

### **Resolution Five: Election of Cumbria Tourism President ACCEPTED**

- Lord Inglewood confirmed his desire to step down at President. A vote of thanks was given for an incredible job over the past 15 years; representing CT in the Houses of Parliament, lobbying on the industry's behalf and providing wise counsel to CT's Managing Director.

- Lord Inglewood said it has been a pleasure and a privilege to serve as President and wished successor Eric Robson well, safe in the knowledge he will continue the good work.
- Proposed by: Peter Hensman
- Seconded by: Phil Johnston