

**TEESDALE COMMUNITY BROADCASTING LIMITED**

**5th ANNUAL GENERAL MEETING  
For the Year Ending 30<sup>th</sup> June 2008**

**20<sup>th</sup> January 2009 at 7.00pm at Enterprise House  
Barnard Castle.**

<b><u>Present:</u></b>	Simon Allen	John Atkinson	Barbara Bellew	David Bellew
	Claire Bromley	Gary Burgham	Linda Britan*	Cat Chapman
	Nathan Coyle	Anthony da Costa	John Dent	Denise Dixon
	Geoff Dixon	Marianne Dixon*	Alastair Dinwiddie	Peter Dixon
	Trudi Dixon	Pat Estall	Ros Evans	Sarah Fells
	Michael Fryer	Val Fryer	Andrew Harrison	Wendy Hesp
	Samantha Hill	Keith Jones	Ian Kirkbride	Susan Kirkbride
	Andy Leitch	Barbara Levett	Peter Levett	Michael Little
	Peter Martin	Kevin Nixon	Carolyn Proud	Malcolm Proud
	James Roberts	Colin Robinson	Andrew Robinson	Benjamin Sadler
	Charlotte Stow	Jan Walker	Ron Walker	Robina Wallington
	Annalisa Ward	Peter Whittaker*		

(\* Signed Attendance Sheet as Members but not on Register of Members)

(43 Adult Members / 1 Junior Member)

(Attendance Sheets & Register of Members List attached to form part of Minutes of AGM)

<b><u>Apologies:</u></b>	Rachel Bowles	David Kidd	Brian Lister	Peter Richardson
	Mick Brennan	Kevin Sowerby	Marc Waggit	Katey Wallace

**Welcome**

The Chairman, Alastair Dinwiddie, welcomed everyone to the 5<sup>th</sup> AGM of Teesdale Community Broadcasting Limited (TCB). He remarked on the wonderful turnout of Members and hoped that it was a good sign for future AGM meetings.

**Minutes of the 4<sup>th</sup> AGM:**

Copies of the Minutes of the 4<sup>th</sup> AGM (Year Ending June 2007) had been circulated electronically prior to the meeting. Hard copies were also available at the meeting for Members.

The Company Secretary (Pat Estall) informed the meeting that there was an error in the Minutes of the 4<sup>th</sup> AGM. The name of the Seconder for the motion to adopt the list of Directors, Mark Brennan, was not actually present at that meeting so could not have seconded the motion. No one could remember who had seconded the motion and the point was duly noted.

Also, Michael Fryer raised a point of information that Peter Dixon was registered in the

Minutes as a Director when he was and still is employed as Station Manager. He was thanked for his observation and the point duly noted for correction to the Minutes.

With these points duly noted, the Company Secretary asked the meeting to endorse the Minutes of the last AGM.

**Acceptance of the Minutes of 4<sup>th</sup> AGM as a true and accurate record**

**Proposer: Ian Kirkbride**

**Seconder: John Atkinson**

**Motion was carried unanimously.**

**Chairman's Report – Year Ending 30<sup>th</sup> June 2008.**

This has been another significant year for Radio Teesdale.

First and foremost we were on the air for the full 12 months; well almost, but for a couple of moments, one of which (thanks Andy!) resulted in international fame when the broadcast switch was off for the first hour of his morning show. It has been estimated that this news story was worth several hundred thousand pounds in advertising!

This was the year when we proved our business model and completed the infrastructure with another office move within Enterprise House and a second transmitter in December at Romaldkirk. The latter allows us to truly engage the people of the upper dale.

A broad professional programme schedule included:

- A range of "magazine" type programmes constantly delivered by an average of 50 or so presenters a week
- A wide range of specialist music programmes including Country Music, Folk, Blues, Classical, World, Vintage, Indie, Dance, Soul, Musicals and not forgetting comedy drama with Bridgegate!
- Various 'offsite' programmes such as our coverage of the local authority elections and the switch on of the Middleton and Barnard Castle lights.
- A long list of famous names that our members have been able to interview including Sir Thomas Allen, Billy Ocean, Alvin Stardust, Lisa Goddard, Sheila Ferguson, Chesney Hawkes, Mark Watson, Jason Manford, Johnnie Walker and Paul Michael-Glaser.
- The involvement of other media organisations in our broadcasts with Adrian Braddy of the Teesdale Mercury as our regular Tuesday Drivetime guest and Judith Mashiter from the Blue Gentian bringing news from the Upper Dale every month.
- A regular series of programmes that involve interviews with people from the community including Drive Time, Morning Magazine, What's On, the Breakfast Show and the Business programme

Membership has increased and we continue to provide work experience and skills transfer through mentoring and training. Most importantly we are also engaging increasing numbers of community groups, which is particularly pleasing as they are our 'life blood' as we become

even more essential and integral to the community of Teesdale.

Financially, we end the year with a small surplus, but with the end of our Leader grant in sight, fund raising must remain of the highest priority in the New Year.

Special thanks are due to Enterprise House for housing Radio Teesdale and their further support through a subsidised rent arrangement.

I applaud you all for your efforts, but particular thanks are due to Peter for his energy and commitment.

**Adoption of Chairman's Report:**

**Proposer: Ben Sadler**

**Seconder: Andy Leitch**

**Motion was carried unanimously.**

**2007-2008 Treasurer's Report and Presentation of Annual Accounts**

Copies of these were distributed to Members at the AGM.

**Treasurer's Report Year ending June 30<sup>th</sup> 2008**

The accounts show a £9k surplus on income of £55k leaving us with £15k in the bank. This is clearly a good result particularly as a further £14k was raised to cover the last of our capital expenditure for the Romaldkirk transmitter. Grants on capital equipment are deferred and written off over the life of the equipment.

Particular points to note are:

- Figures broadly in line with our budgeted £60k of revenue costs and £20k capital expenditure
- About 50% of our costs are personnel related which have been covered in the main to August 2008 by the Leader and Ofcom grants.
- £15k was raised through sales of merchandise, advertising and direct sponsorship. This is double last year's figure but really needs to be raised to £3k per month this year.
- We only sold £500 of £4k of merchandise bought in March.
- RW Mouldings continue to cover our subsidised office rent (£7k)
- Licensing (Ofcom, PRS, PPL, JFMG), insurance, accountancy and equipment rental costs (Romaldkirk Transmitter) account for £10k with a further £10k of 'miscellaneous costs'.

Grants to fund revenue costs are hard to find at the best of times and the current economic climate combined with the ongoing reorganisation of much of the public sector infrastructure makes it particularly challenging. Applications to Ofcom, Leader, Big Lottery, Media box and several others have as yet been unsuccessful. Applications to the Vision Group and Teesdale District Council should provide some short term funds. We continue seek out opportunities and submit applications wherever possible but I would encourage members as a priority to support this process by selling advertising and merchandise and identifying new funding opportunities wherever possible.

Our thanks are due to all our sponsors - Defra, Leader Plus, Ofcom, The Good Fund, The Vision Group, Teesdale District Council, RW Mouldings and the many other smaller contributors.

**Adoption of Treasurer's Report:**

**Proposer: Ron Walker**

**Seconder: Ian Kirkbride**

**Motion was carried unanimously.**

**Adoption of the Accounts:**

**Proposer: Gary Burgham**

**Seconder: Peter Martin**

**Motion was carried unanimously.**

**Election to the Board of Management (BOM)**

In accordance with the change of Constitution of TCB Limited, one-third of the Directors have to resign their positions, by rotation, and can offer themselves for re-election. Any alternative nominations for election to the BOM are also received. The two Directors resigning but standing for re-election were John Atkinson and Keith Jones. The alternative Member standing for election was Ros Evans.

Also, any co-opted Member of the BOM, appointed during its year of office, has to be re-elected at the AGM. Simon Allen was co-opted during the year.

Before these items were addressed, Michael Fryer (MF) sought to put a proposal to the meeting that as there was no defined limit to the numbers allowed on the BOM that all three nominations be elected en bloc.

The Chairman (AD) explained to MF that the BOM has to decide upon the skill mix and numbers required to effectively and efficiently run the organization and that while no defined maximum number of members on the BOM was written into the Constitution, the BOM was satisfied with the current mix and numbers on the BOM and that it would not be seeking to increase numbers in the foreseeable future. The BOM does however have the right and responsibility to co-opt people with special skills at any time during the year and that accordingly members who feel they would like to be on the board and have an appropriate skill set could approach the board at any time.

MF supported his proposal by referring to 2D (a Voluntary Community support agency based in Weardale) and their Constitution relating to elections to the BOM. AD pointed out that 2D have their own Constitution and follow their own Memorandum and Articles of Association and that other voluntary organizations do not necessarily follow the same processes. MF asked for it to be noted in the Minutes that 2D's Constitution is different from our own in relation to this point.

Ros Evans (RE) asked whether there was a limit to the number of members on BOM and who

ultimately decided that figure - the BOM or the Membership. The Company Secretary (PE) said he was unsure but would seek to clarify the situation at a later date. He pointed out however that there was a process in place this time for election to the BOM and to try and circumvent that process by electing all three was denying the membership present at the AGM, a vote to choose whom they wanted on the Board. AD stated that the board currently chose the number of board members above a minimum of 3.

The Chairman closed the discussion and moved that the meeting proceed with the voting.

**Confirmation of election of co-opted member, Simon Allen, to full Board membership**

**This was done by a simple vote of show of hands.**

**The motion was carried unanimously.**

**Election of two Board Members out of three:**

Before this took place AD invited all three to make a short presentation to the meeting - introducing themselves, their skills and what they had to offer TCB by election to the Board of Management. With this process completed, the Company Secretary explained to the membership that they needed to vote for two people only from three and mark an X in the squares of their choice. Any spoiling of the Ballot Sheets would make them void.

**Nominee: John Atkinson      Number of Votes: 38**

**Nominee: Keith Jones        Number of Votes: 39**

**Nominee: Ros Evans          Number of Votes: 15**

**John Atkinson and Keith Jones were duly elected to the Board of Management to serve for a further term of three years.**

**Appointment of Accountants**

Alastair recommended that Addisons & Co. be kept as the Company's Accountants as they are now familiar with us as a community enterprise and understand the financial processes required for our type of organisation.

**Approval of Accountants:**

**Proposer: Alastair Dinwiddie**

**Secunder: John Atkinson**

**Motion was carried unanimously**

This concluded the formal part of the Annual General Meeting which ended at 8.00pm.