Campbell UK AGM Minutes

18th February 2025

Trustees Present: Sandy Oliver, Sarah Miller
Ex-officio: Santina LeBrun, Will Moy

Item 1: Chairs report

- ➢ Recruitment of trustees
- Agreed to find new trustees who were not on the Campbell int. board
- Agreed a process of advertising and hand selecting candidates to maintain transparency
- Identified finance and governance expertise as sought after strengths for trustees
- Suggest using Reach Volunteering and the Charity Commission's document, The Essential Trustee Explained description to begin the role outline. link: Charity Commission CC3 - The Essential Trustee Explained
- Discussed announcing a joint call for board members, along with Cambell int. vs a UK only call. Agreed to check with the campbell int. board before deciding.

Action: Sandy to draft a role description for the trustee position
Action: Will to discuss with David re: next board meeting dates and trustee recruitment plans

- ➢ Engagement of lawyers

- Decided that lawyers do not need to be engaged at this stage
- Need a written agreement between the two entities that can happen after charitable status is received

Item 2: Review of report and accounts

- Confirmed the fiscal year ends 31st August
- UK entity unlikely to generate operating income before the end of FY 24/25

Action: Santina to draft a budget to include Will's salary

Item 3: Audit process

- Agreed we do not need to complete the audit process as we are currently listed as a Private Limited Company and do not meet the audit requirements

Item 4: Support required for submission to Companies House

- Accountants will complete the submission.

Item 5: Update on access to the UK accounts and monthly reporting

- Agree to share management accounts in the standard way on a monthly basis (notional budget, bank balance, balance sheet)

Action: Santina to begin sending monthly management reports

Item 6: Agreed procedures for recording company business

- Agreed we do not need to keep paper records.

Action: Sandy and Sarah to send Santina the relevant files for secure storage

Item 7: Registration as a UK charity

- Discussed UK entity's charity status and confirmed that we need certain policies in place to obtain charitable status. The Trustees suggested dividing this work amongst us.
- The Trustees expressed concerns over legal deadlines and regulatory requirements
- Discussed that future AGMs can be included with the Campbell int. board meetings

Action: Will to look into the requirements and advise on what needs to be completed