



The British Community Council, İstanbul

MINUTES OF ANNUAL GENERAL MEETING

Held on Thursday March 25th 2010 at 6.30 p.m. at:

Pera House, İstanbul

1. Chairman's opening remarks

Chairman thanked everybody for attending. He said it was a record number in recent years. Special thanks to CG Jessica Hands via Paul Clark for permission to use Pera House and being co-host of the event and providing refreshments. Also thanks to Trustees; two of whom flew in from London and who kindly sponsored the wine. He said it was sad that we lost our Treasurer last month; Shirley Öztürk had worked tirelessly for us for the last five years and in fact he received an email from her just two days before she died.

2. Apologies for absence

James Gabrielle, Peter Grimsditch. Ian Sherwood. Nikki Dereboy
(30 persons eligible to vote out of 42 attending.)

3. Minutes of last AGM on 26th March 2009.

Had been available on our website. No comments. Accepted.

4. Matters arising.

Banking. Last year's AGM pointed out our Statutes say we should hold the majority of our funds in the UK. Chairman reported that we have therefore made three transfers to our Charities Aid Foundation account in the UK, totalling approximately £19,000. This is an ongoing process. We have started with US Dollars as the interest rates on them are so low. For the time being we would rather not touch our TL deposits as the interest rates are higher. Chairman introduced Christopher Knowles as new candidate for Hon. Treas. He is a qualified Accountant working for KPMG in İstanbul and had been working on our accounts prior to standing for election. But once elected we plan to pick his brains about what is the best policy in future. Of course putting all our funds into TL would give the best yield but on the other hand will the TL keep it's value relative to Pounds or Dollars? And what Political risk exposure would we have?

5. Chairman's report

Council met 11 times. Maximum seven; minimum three persons attending. The Chairman attended all 11 times, next most regular Victoria and Gaye and Ellis. He said the numbers on the Council are building but we need more active ones. He said it had been a difficult year. Interest rates so low affected our income. Also we did not run a Spring Ball which affected revenue. But he said we have supported our Pensioners. Thanks to the enormous efforts by Claudia Turgot and her team we had a successful Fete. Also big thanks to our Sponsors at the Fete and other events. He then asked Vice-Chairman Ellis to mention the Quiz and Newsletter which he started this year. Chairman thanked Nikki Dereboy for producing two shows in the year and which raised a lot of money for us. Ellis reported we had a Party at Xmas. Full House (150 People), raised about 1000 TL compared to a small loss the previous year. Feedback was that everyone enjoyed it with a couple of areas for improvement. A very mixed audience though, not just British – Portuguese Consul General and his family even came! Finally Simon Cole who has been working on our Official Registration in Ankara for the past three years reported that no progress though everything in order and waiting for one signature.

6. Trustee's report

The Trustees reported their intention to implement the changes in Statute 9 The Trustees as discussed and accepted by the BCC at last year's AGM March 2008 in relation to their Governance, thereby increasing their allowed number and defining their period of election, and allowing Trustees' indemnity insurance to be bought. This intention was understood and supported by those present at the AGM. Full Trustees report and relevant documentation thereto are to be found in Appendices A, B & C at the end of these Minutes and are to be considered an integral part of these Minutes.

7. Treasurers statement

Christopher Knowles spoke and presented his report. He had been able to agree Shirley's figures prepared before she died. Total income in 2009 of TL 65,171 and expenditure of TL 62,995 hence a surplus of TL 2,176. The accounts were accepted by the meeting.

8. Relief Officers and pensioners activities

Victoria Short gave an overview about our Pensioners.

9. Events proposed for 2010

Ellis gave the details being a Boat Trip – Details tentatively on the 5th June. Also possible participation in a joint activity with WISTA (Women's International Shipping & Trading Association) at a Cocktail Party on a tallship as part of their disability awareness and fund-raising. They have asked the BCC if we would like to get involved, and subject to approval by the council, this will move this forward.

Fete – on the 12th June; we are looking for co-ordinators who will be able to manage one aspect of the Fete (for example, ticketing, entertainment, sponsorship etc.). Possible Bonfire Night @ Tarabya Gardens which was postponed last year but the CG promised to re-consider for this year. Alternatively, we can look for another venue – the church perhaps?

Kids Xmas Party @ Consulate. Excellent feedback suggests we really should do it again!

Of course Quiz Nights will continue and Ellis hopes to rope in more members of the community to help. Ellis commented that there is no Spring Ball mentioned. This is largely because there are already a number of other balls being organised by other groups – St Andrews Day Ball, Marine Ball, IWI etc. It therefore seems pointless competing, especially as high costs mean these are typically expensive and not very "Community". However, a relationship with the organisers of the St Andrews' Ball and Burns Night, (Jonathan Blythe, Chris Gaunt and Julie Cetingöz) was established last year and we hope to forge ahead with these links and fund raising efforts. At the moment the possibility of a Pantomime this year is uncertain.

10. Election of members to the Council.

Michael Asher and Simon Cole stood for re-election under the "Five year rule" and Frances Melling and Christopher Knowles stood to re-join and join anew respectively. All were elected.

11. Date of next meeting.

In accordance with practice, the incoming Council members are authorised to fix the date of the next AGM on a suitable date in March 2011. The Chairman suggested tentatively Thursday 24th March 2011.

12. Information on the first meeting of new Council.

Chairman announced this is to be held on Thursday 8th. At that meeting the Council appoints Chairman; Vice Chairman, Hon. Treasurer; Secretary and other officers for the year.

13. AOB.

Chairman announced that we have found a volunteer and our website will be re-launched and developed. He also said he has been in contact with BCCs in Lisbon & Buenos Aires and is planning an exchange of ideas, common problems, etc.

There being no other business, the Chairman declared the meeting closed at 8.00 p.m.

APPENDIX A

Proposed Amendments to BCC Statutes 9: Trustees

– as reported to the British Community Council Annual General Meeting held at the British Consulate General Pera House on March 25, 2010 for approval of the British Community in Istanbul, noting that no changes concern the Objects of the charity.

Paragraph 9 concerning the Trustees the Statutes be amended by the insertion of the words “**at least**” in sub-paragraph (a) to read:

9. The Trustees

*(a) Appointment of trustees. The Council will at the first meeting to be held immediately after the annual general meeting adopting these amended statutes appoint **at least** three trustees who will serve for one two and three years and thereafter one trustee will be appointed or re-appointed at a similar time each year. There is no limit to the number of times a trustee may be re-appointed. **At least** two of the trustees will be resident or will have a business address in Britain. A third may be resident in Britain or Turkey. Appointed trustees will be members of the Council in every respect.*

(b) Responsibility of the trustees. The trustees will assume ultimate responsibility for directing the affairs of the BCC and any majority decision of the trustees will be binding upon the Council.

(c) Proceedings of the trustees. The trustees may regulate their proceedings as they think fit, subject to the provisions of these statutes.

(d) Delegation by the trustees. The trustees may delegate any of their powers or functions but the terms of any such delegation must be recorded in the minutes.

To be added:

(e) Trustees may arrange for trustee liability insurance cover

Note the typographic errors in paragraphs 5 and 7 , to be corrected as below:

current para.5i replace the words ‘Article 7ii & ix’ with the reference ‘Para.8b’

current para.7 replace the words ‘Article 4i’ with the reference ‘Para.5iii’

APPENDIX B

Report of Trustees to British Community Council, Istanbul. March 2010.

In Memoriam

The Trustees salute the memory of the late Shirley Ozturk, and wish to record their deep gratitude to for her faithful and efficient service as honorary treasurer

Meetings

The three Trustees have met separately in February 2009, April 2009, February 2010 either in person or by telephone conference.

Otherwise, the UK based-trustees join Istanbul Meetings via Skype connection from UK facilitated through a Polycom microphone and laptop at the Council Meetings.

We submit a signed copy for 2010 of the MOU between Trustees and Council Officers

Communications

Trustees note the arrival of the BCC Newsletter as a lively and irreverent addition to the Istanbul scene, and are glad to receive the electronic version.

The UK Trustees also keep in touch with British community activities in Istanbul through regular email link of Chaplaincy Noticeboard.

Trustees noted that an Istanbul resident has applied to join our list of pensioners, but his request-letter was mislaid in the Consulate. The absence of any regular meeting place means that the BCC postal correspondence address may be uncertain and we hope this can be solved.

Beneficiaries

Trustees thank Claudia Turgut for her service as Welfare Officer, and note that although standing down from office, she continues to keep in touch with the BCC Pensioners. We note that Gaye Hiçdonmez and Victoria Short have been in communication with our beneficiaries

Activities

2009 has been quiet year for Trustee-activity. The issues have been

- Awaiting Turkish registration of BCC as a foreign regulated not-for-profit;
- Changes of officer s on the Council in Istanbul;
- Setting up some form of simple current account for the Charity with HSBC that can be used in London and Istanbul

Issues

Update the trifold leaflet with new BCC officers using 'a sticker'

Inform the Charity Commission of the changes to BCC Statutes agreed by Trustees in 2007 - as already reported to and accepted by the BCC at AGM 2009.

Trustees Report year end 2009

Trustees note that the submission of their Annual Report to the Charity Commission and the Accounts for that year must be submitted in a single document.

Trustees' future plans

- Develop fundraising and publicity purposes in UK
- Find two younger trustees, one in UK and one in Turkey, to increase diversity and share the responsibility
- Arrange for liability insurance cover as agreed last year, but not acted upon

Shane Campbell, Gillian Gee, Judy Moody-Stuart, 25 March 2010

APPENDIX C

Memorandum of Understanding (MOU) between the Trustees and other members of the British Community Council in Istanbul.

1. Trustees undertake to monitor BCC policies, administrative procedures and charitable activities as allowed within the Statutes , according to the provisions under Statute 9a,b,c,d: The Trustees.
2. Trustees reserve the right to make suggestions, attend any meeting and only override Council decisions if such decisions would lead to circumstances not allowed by the Statutes or by Charity Commission regulations.
3. Trustees expect to be regularly informed by the chairman and other officers of the Council about any material issues.
Trustees expect to have regular Management Information from the treasurer.
Trustees expect to receive an advance agenda and subsequent minutes of all Council meetings.
Whenever possible Trustees anticipate the use of an omni-directional microphone at Council Meetings to enhance a Skype connection
4. In the unlikely event of disagreement between any or all of the Trustees and the chairman or officers of the Council, while noting the details of Para.9b we undertake to call a meeting between all parties at which full Minutes will be recorded
5. Under a regular Council agenda item headed “Trustee matters” we agree to give regular updates on trustee business
6. Trustees are open to receive direct communication in confidence from any member of the Council.

Signed Signed Signed

as Trustees

Signed Signed Signed

as accepted by BCCouncil Officers

Dated