## SAINT IVES TOWN COUNCIL



#### APPLICATION FOR FINANCIAL ASSISTANCE

**COMMUNITY GRANTS OVER £1000** 

Please answer all questions which are relevant to your organisation – failure to do so may result in a delay in the determination of your application

**PROJECT**: (In no more than 25 words)

Q2

Registered Charity:

Voluntary Organisation:

Other – Please specify:

Company Limited by Guarantee:

Tourism website for Huntingdonshire

DUNT REQUES	TED:
£	
act Details	
act Details	
Name of organisa	ntion making application:  Neotists CIC, Huntingdon First
Name of contact f	for this application:
(title, first name a	and surname) Clair Slade
Position held in or	
6	Director
Contact Address:	
Telephone:	Email:

**Charity Registration Number:** 

**Community Interest Company** 

Company Number:

What type of organisation are you? (tick ( $\checkmark$ ) relevant category)

Type text I

Q3	Briefly describe your organisation, inclusive subscription fee and the usual and If you are a new organisation, described See document attached	uding how many me ctivities/services yo	•	iere is a
Q4	If you are a branch of a larger or	rganisation, please	state which one:	
Q5	Does your organisation have any of the follow? Please state which one and provide a cop with your application			а сору
	Constitution	<b>✓</b>	Memorandum of Association?	<b>✓</b>
	Terms of Reference		Governing Document	
Q6	What is your primary source of f Grants, fundraising and don			
Deta	ils of the project or activit	y you are planı	ning	
Q7	Describe the projects/activity	y you plan to use	this grant for	
	i) Try to be specific about what y	ou will do and how	you will do it.	
	See document attach	ed		
		mated time span. I	nd how the project will benefit the f you are seeking continuation fundued need.	-

	iii) How ractivity?	many people from St Ives do you expect to benefit directly from	your project or		
	See document attached				
00			and how many		
Q8	What criteria will be used to measure the success of the project and how many people from St Ives do you expect to benefit from it?				
	See d	ocument attached			
Heal	th & Safe	etv			
· · · ca·	in a san				
Q9		any, special safety issues are related to your project/activity? ovide the following information:			
	:\ \A/b a+ la				
	i) what k	ind of insurance does your organisation have?			
	ii) Do the leaders have the relevant qualifications and/or experience?				
	Yes				
	। ८०				
	iii) What	nolicies does your organisation have in place (i.e. Health and Safety	Child		
	iii) What policies does your organisation have in place (i.e. Health and Safety, Child				
	Protection/Safeguarding, Working with vulnerable adults, Equal Opportunities etc.)? <i>You</i>				
	may be required to submit copies of your policies				
	N/A				
	IN/A				
Fund	ling of vo	our project			
		, and projects			
Q10	Previou	s Applications			
		ave applied for and received funding from St Ives Town Council in the details of the amount, the year and briefly what the funding was us			
	Year	Project Description	Amount given		
		-3			
			(£)		

#### Q11 Project Funding

Please provide details of the amount of funding you need for your project and give us a breakdown of what the money is for (please enclose any relevant estimates or details).

Project Expenditure	
Please list all items of expenditure for your project	
Digital marketing and promotion:	
Total	
Project Income	
Please list how the project shall be funded	
Huntingdon Town Council	
St Neots Town Council	2
Godmanchester Town Council	Î
Ramsey Town Council	
Huntingdonshire District Council	
What is the difference?	
This should be the same as the amount of Grant you are applying for	20

#### Q12 Covering a Shortfall

If the Town Council makes an offer less than the amount requested, how will that impact on the Project and how will you cover the shortfall?

We would not be able to dedicate as much resource to ensure all tourist attractions in St Ives could be included in the site.

#### Q13 Sustainability

What plans do you have in place to ensure that your organisation becomes more sustainable and less reliant on grant funding, particularly from the Town Council?

As outlined in the attached document we plan to charge for listings to enable the project to be sustainable.

#### **Your Accounts**

#### Q14 Please provide the following details from your most recent annual accounts

**Total Income** 

**Less Total Expenditure** 

Surplus / Loss

Savings (Reserves, Cash, Investments)



Please provide a copy of your most recent annual accounts or, in the case of newly established organisations, the projected income and expenditure for the next twelve months.

#### **Account Details**

<b>Q15</b>	Please give us your bank or building socie	ety account details
•	You can only apply for grant if you have a ban	k/building society account in the name of your
	organisation. We will only pay grants into an	account which requires at least two people to
	sign each cheque or withdrawal. These peopl	e should not be related.
	Account name:	
	Bank/Building Society name:	
	Bank/Building Society address:	
	Who are the signatories and what position do	they hold in your organisation?
	Name	Positon
	Richard Slade	Director
	Adrian Storey	Director

#### **Any Other Information**

16	Any other information which you consider to be relevant to your application.		

## **Declarations**

#### Q17 Declaration

Please give details of a senior member of your organisation. For example, this may be your Chairperson, Treasurer or Secretary. They must read the application and sign below. (This must not be the main contact name in Q1).
I confirm, on behalf ofAnn Hawkins(insert name of organisation):
That I am authorised to sign this declaration on its behalf, and that, to the best of my knowledge and belief, all replies are true and accurate.
I confirm that I have read the Terms and Conditions set out in the Notes which accompanied this application and further confirm that this application is made on the basis that if successful, the organisation will be bound to use the grant only for the purpose specified in this application, and will have to comply with those Terms and Conditions and any others which the Council might attach to the Grant.
Post held in organisation: Director
TitleMrs First Name:Ann Surname: Hawkins
Organisation address:
5 The Quay, The Quay, St. Ives, England, PE27 5AR
Postcode:
Telephone:
Signed:Ann Hawkins Date: 20/09/23
Q18 Signature of Person Completing the Application
This must be the signature of the person named in Q1 as the main contact and <b>not be the same</b> person who has signed in Q17
I confirm that, to the best of my knowledge and belief, all the information in this application from is true and correct. I understand that you may ask for additional information at any stage of the application process.
Signed: Clair Slade Date: 20/09/23
Checklist
1. Have you answered every guestion? □ ✓
<ol> <li>Have you answered every question?</li> <li>Have all signatures been completed?</li> </ol>
3. Have you included a copy of your governing document?
<ul><li>4. Have you included copies of your latest meeting and AGM minutes?</li></ul>
5. Have you included a copy of your most recent accounts?
6. Have you included a copy of your most recent bank statement?
7. Please state any supporting documents you are submitting:

The C	Companies	Act	200	06
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Community Interest Company Limited by Guarantee

#### **Articles of Association**<sup>1</sup>

of

#### **Neotists C.I.C**

(CIC Limited by Guarantee, Schedule 1, Small Membership)

# The Companies Act 2006 Community Interest Company Limited by Guarantee

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#### The Companies Act 2006

#### **Articles of Association**

of

#### Neotists C.I.C.

#### **INTERPRETATION**

#### 1. Defined Terms

1.1 The interpretation of these Articles is governed by the provisions set out in the Schedule at the end of the Articles.

#### COMMUNITY INTEREST COMPANY AND ASSET LOCK

#### 2. Community Interest Company

- 2.1 The Company is to be a community interest company.
- 3. Asset Lock<sup>2</sup>
- 3.1 The Company shall not transfer any of its assets other than for full consideration.
- 3.2 Provided the conditions in Article 3.3 are satisfied, Article 3.1 shall not apply to:
  - (a) the transfer of assets to any specified asset-locked body, or (with the consent of the Regulator) to any other asset-locked body; and
  - (b) the transfer of assets made for the benefit of the community other than by way of a transfer of assets into an asset-locked body.
- 3.3 The conditions are that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the memorandum and Articles of the Company.
- 3.4 If:
- 3.4.1 the Company is wound up under the Insolvency Act 1986; and
- 3.4.2 all its liabilities have been satisfied any residual assets shall be given or transferred to the asset-locked body specified in Article 3.5 below.
- 3.5 For the purposes of this Article 3, the following asset-locked body is specified as a potential recipient of the Company's assets under Articles 3.2 and 3.4:
  - St Neots Museum
- 3.6 Charity Registration Number (if applicable): 800074
- 3.7 Registered Office: The Old Court, 8 New Street St Neots PE19 1AE<sup>3</sup>

#### 4. Not for profit

4.1 The Company is not established or conducted for private gain: any surplus or assets are used principally for the benefit of the community.

#### **OBJECTS, POWERS AND LIMITATION OF LIABILITY**

#### 5. Objects<sup>4</sup>

The objects of the Company are to carry on activities which benefit the community and in particular (without limitation) the members of Neotists.

#### 6. Powers

6.1 To further its objects the Company may do all such lawful things as may further the Company's objects and, in particular, but, without limitation, may borrow or raise and secure the payment of money for any purpose including for the purposes of investment or of raising funds.

#### 7. Liability of members<sup>5</sup>

The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the Company in the event of its being wound up while he or she is a member or within one year after he or she ceases to be a member, for:

- 7.1 payment of the Company's debts and liabilities contracted before he or she ceases to be a member;
- 7.2 payment of the costs, charges and expenses of winding up; and
- 7.3 adjustment of the rights of the contributories among themselves.

#### **DIRECTORS**

#### **DIRECTORS' POWERS AND RESPONSIBILITIES<sup>6</sup>**

#### 8. Directors' general authority

Subject to the Articles, the Directors are responsible for the management of the Company's business, for which purpose they may exercise all the powers of the Company.

#### 9. Members' reserve power

- 9.1 The members may, by special resolution, direct the Directors to take, or refrain from taking, specific action.
- 9.2 No such special resolution invalidates anything which the Directors have done before the passing of the resolution.

#### 10. Chair

The Directors may appoint one of their number to be the chair of the Directors for such term of office as they determine and may at any time remove him or her from office.

#### 11. Directors may delegate<sup>7</sup>

11.1 Subject to the Articles, the Directors may delegate any of the powers which are conferred on them under the Articles or the implementation of their decisions or day to day management of the affairs of the Company:

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- 11.1.1 to such person or committee;
- 11.1.2 by such means (including by power of attorney);
- 11.1.3 to such an extent;

- 11.1.4 in relation to such matters or territories; and
- 11.1.5 on such terms and conditions;
  - as they think fit.
- 11.2 If the Directors so specify, any such delegation of this power may authorise further delegation of the Directors' powers by any person to whom they are delegated.
- 11.3 The Directors may revoke any delegation in whole or part, or alter its terms and conditions.

#### **DECISION-MAKING BY DIRECTORS**

#### 12. Directors to take decisions collectively<sup>8</sup>

Any decision of the Directors must be either a majority decision at a meeting or a decision taken in accordance with Article 18. [In the event of the Company having only one Director, a majority decision is made when that single Director makes a decision.]

#### 13. Calling a Directors' meeting

- 13.1 Two Directors may (and the Secretary, if any, must at the request of two Directors) call a Directors' meeting.
- 13.2 A Directors' meeting must be called by at least seven Clear Days' notice unless either:
- 13.2.1 all the Directors agree; or
- 13.2.2 urgent circumstances require shorter notice.
- 13.3 Notice of Directors' meetings must be given to each Director.
- 13.4 Every notice calling a Directors' meeting must specify:
- 13.4.1 the place, day and time of the meeting; and
- 13.4.2 if it is anticipated that Directors participating in the meeting will not be in the same place, how it is proposed that they should communicate with each other during the meeting.
- 13.5 Notice of Directors' meetings need not be in Writing.
- 13.6 Notice of Directors' meetings may be sent by Electronic Means to an Address provided by the Director for the purpose.

#### 14. Participation in Directors' meetings

- 14.1 Subject to the Articles, Directors participate in a Directors' meeting, or part of a Directors' meeting, when:
- 14.1.1 the meeting has been called and takes place in accordance with the Articles; and
- 14.1.2 they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.
- 14.2 In determining whether Directors are participating in a Directors' meeting, it is irrelevant where any Director is or how they communicate with each other.<sup>9</sup>
- 14.3 If all the Directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.

#### 15. Quorum for Directors' meetings<sup>10</sup>

- 15.1 At a Directors' meeting, unless a quorum is participating, no proposal is to be voted on, except a proposal to call another meeting.
- 15.2 The quorum for Directors' meetings may be fixed from time to time by a decision of the Directors, but it must never be less than two, and unless otherwise fixed it is [two].
- 15.3 If the total number of Directors for the time being is less than the quorum required, the Directors must not take any decision other than a decision:
- 15.3.1 to appoint further Directors; or
- 15.3.2 to call a general meeting so as to enable the members to appoint further Directors.

#### 16. Chairing of Directors' meetings

The Chair, if any, or in his or her absence another Director nominated by the Directors present shall preside as chair of each Directors' meeting.

#### 17. Decision-making at meetings <sup>11</sup>

- 17.1 Questions arising at a Directors' meeting shall be decided by a majority of votes.
- 17.2 In all proceedings of Directors each Director must not have more than one vote. 12
- 17.3 In case of an equality of votes, the Chair shall have a second or casting vote.

#### 18. Decisions without a meeting<sup>13</sup>

- 18.1 The Directors may take a unanimous decision without a Directors' meeting in accordance with this Article by indicating to each other by any means, including without limitation by Electronic Means, that they share a common view on a matter. Such a decision may, but need not, take the form of a resolution in Writing, copies of which have been signed by each Director or to which each Director has otherwise indicated agreement in Writing.
- 18.2 A decision which is made in accordance with Article 18.1 shall be as valid and effectual as if it had been passed at a meeting duly convened and held, provided the following conditions are complied with:
- 18.2.1 approval from each Director must be received by one person being either such person as all the Directors have nominated in advance for that purpose or such other person as volunteers if necessary ("the Recipient"), which person may, for the avoidance of doubt, be one of the Directors;
- 18.2.2 following receipt of responses from all of the Directors, the Recipient must communicate to all of the Directors by any means whether the resolution has been formally approved by the Directors in accordance with this Article 18.2;
- 18.2.3 the date of the decision shall be the date of the communication from the Recipient confirming formal approval;
- 18.2.4 the Recipient must prepare a minute of the decision in accordance with Article 32.

#### 19. Conflicts of interest<sup>14</sup>

19.1 Whenever a Director finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Directors unless, or except to the extent that, the other Directors are or ought reasonably to be aware of it already.

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- 19.2 If any question arises as to whether a Director has a Conflict of Interest, the question shall be decided by a majority decision of the other Directors.
- 19.3 Whenever a matter is to be discussed at a meeting or decided in accordance with Article 18 and a Director has a Conflict of Interest in respect of that matter then, subject to Article 20, he or she must:
- 19.3.1 remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate;
- 19.3.2 not be counted in the quorum for that part of the meeting; and
- 19.3.3 withdraw during the vote and have no vote on the matter.
- 19.4 When a Director has a Conflict of Interest which he or she has declared to the Directors, he or she shall not be in breach of his or her duties to the Company by withholding confidential information from the Company if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her.

#### 20. Directors' power to authorise a conflict of interest

- 20.1 The Directors have power to authorise a Director to be in a position of Conflict of Interest provided:
- 20.1.1 in relation to the decision to authorise a Conflict of Interest, the conflicted Director must comply with Article 19.3;
- 20.1.2 in authorising a Conflict of Interest, the Directors can decide the manner in which the Conflict of Interest may be dealt with and, for the avoidance of doubt, they can decide that the Director with a Conflict of Interest can participate in a vote on the matter and can be counted in the quorum;
- 20.1.3 the decision to authorise a Conflict of Interest can impose such terms as the Directors think fit and is subject always to their right to vary or terminate the authorisation.
- 20.2 If a matter, or office, employment or position, has been authorised by the Directors in accordance with Article 20.1 then, even if he or she has been authorised to remain at the meeting by the other Directors, the Director may absent himself or herself from meetings of the Directors at which anything relating to that matter, or that office, employment or position, will or may be discussed.
- 20.3 A Director shall not be accountable to the Company for any benefit which he or she derives from any matter, or from any office, employment or position, which has been authorised by the Directors in accordance with Article 20.1 (subject to any limits or conditions to which such approval was subject).

#### 21. Register of Directors' interests

The Directors shall cause a register of Directors' interests to be kept. A Director must declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the Company or in any transaction or arrangement entered into by the Company which has not previously been declared.

#### APPOINTMENT AND RETIREMENT OF DIRECTORS 15

#### 22. Methods of appointing Directors

- 22.1 Those persons notified to the Registrar of Companies as the first Directors of the Company shall be the first Directors.
- 22.2 Any person who is willing to act as a Director, and is permitted by law to do so, may be appointed to be a Director by a decision of the Directors.

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#### 23. Termination of Director's appointment<sup>16</sup>

A person ceases to be a Director as soon as:

- (a) that person ceases to be a Director by virtue of any provision of the Companies Act 2006, or is prohibited from being a Director by law;
- (b) a bankruptcy order is made against that person, or an order is made against that person in individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
- (c) a composition is made with that person's creditors generally in satisfaction of that person's debts;
- (d) notification is received by the Company from the Director that the Director is resigning from office, and such resignation has taken effect in accordance with its terms (but only if at least two Directors will remain in office when such resignation has taken effect); or
- (e) the Director fails to attend three consecutive meetings of the Directors and the Directors resolve that the Director be removed for this reason.
- (f) the Director ceases to be a member.

#### 24. Directors' remuneration<sup>17</sup>

- 24.1 Directors may undertake any services for the Company that the Directors decide.
- 24.2 Directors are entitled to such remuneration as the Directors determine:
  - (a) for their services to the Company as Directors; and
  - (b) for any other service which they undertake for the Company.
- 24.3 Subject to the Articles, a Director's remuneration may:
  - (a) take any form; and
  - (b) include any arrangements in connection with the payment of a pension, allowance or gratuity, or any death, sickness or disability benefits, to or in respect of that director.
- 24.4 Unless the Directors decide otherwise, Directors' remuneration accrues from day to day.
- 24.5 Unless the Directors decide otherwise, Directors are not accountable to the Company for any remuneration which they receive as Directors or other officers or employees of the Company's subsidiaries or of any other body corporate in which the Company is interested.

#### 25. Directors' expenses

- 25.1 The Company may pay any reasonable expenses which the Directors properly incur in connection with their attendance at:
  - (a) meetings of Directors or committees of Directors;
  - (b) general meetings; or
  - (c) separate meetings of any class of members or of the holders of any debentures of the Company,

or otherwise in connection with the exercise of their powers and the discharge of their responsibilities in relation to the Company.

#### MEMBERS<sup>18</sup>

#### BECOMING AND CEASING TO BE A MEMBER 19

#### 26. Becoming a member<sup>20</sup>

- 26.1 The subscribers to the Memorandum are the first members of the Company.
- 26.2 Such other persons as are admitted to membership in accordance with the Articles shall be members of the Company.
- 26.3 Each member of the company shall be a Director.
- 26.4 No person shall be admitted a member of the Company unless he or she is approved by the Directors.
- 26.5 Every person who wishes to become a member shall deliver to the company an application for membership in such form (and containing such information) as the Directors require and executed by him or her.

#### 27. Termination of membership<sup>21</sup>

- 27.1 Membership is not transferable to anyone else.
- 27.2 Membership is terminated if:
- 27.2.1 the member dies or ceases to exist:
- 27.2.2 otherwise in accordance with the Articles; or
- 27.2.3 a member ceases to be a Director.

#### **DECISION MAKING BY MEMBERS**

#### 28. Members' meetings<sup>22</sup>

- 28.1 The Directors may call a general meeting at any time.
- 28.2 General meetings must be held in accordance with the provisions regarding such meetings in the Companies Acts.<sup>23</sup>
- 28.3 A person who is not a member of the Company shall not have any right to vote at a general meeting of the Company; but this is without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debentures. <sup>24</sup>
- 28.4 Article 28.3 shall not prevent a person who is a proxy for a member or a duly authorised representative of a member from voting at a general meeting of the Company.

#### 29. Written resolutions

- 29.1 Subject to Article 29.3, a written resolution of the Company passed in accordance with this Article 29 shall have effect as if passed by the Company in general meeting:
- 29.1.1 A written resolution is passed as an ordinary resolution if it is passed by a simple majority of the total voting rights of eligible members.

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- 29.1.2 A written resolution is passed as a special resolution if it is passed by members representing not less than 75% of the total voting rights of eligible members. A written resolution is not a special resolution unless it states that it was proposed as a special resolution.
- 29.2 In relation to a resolution proposed as a written resolution of the Company the eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the resolution.
- 29.3 A members' resolution under the Companies Acts removing a Director or an auditor before the expiration of his or her term of office may not be passed as a written resolution.
- 29.4 A copy of the written resolution must be sent to every member together with a statement informing the member how to signify their agreement to the resolution and the date by which the resolution must be passed if it is not to lapse. Communications in relation to written notices shall be sent to the Company's auditors in accordance with the Companies Acts.
- 29.5 A member signifies their agreement to a proposed written resolution when the Company receives from him or her an authenticated Document identifying the resolution to which it relates and indicating his or her agreement to the resolution.
- 29.5.1 If the Document is sent to the Company in Hard Copy Form, it is authenticated if it bears the member's signature.
- 29.5.2 If the Document is sent to the Company by Electronic Means, it is authenticated [if it bears the member's signature] or [if the identity of the member is confirmed in a manner agreed by the Directors] or [if it is accompanied by a statement of the identity of the member and the Company has no reason to doubt the truth of that statement] or [if it is from an email Address notified by the member to the Company for the purposes of receiving Documents or information by Electronic Means].
- 29.6 A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- 29.7 A proposed written resolution lapses if it is not passed within 28 days beginning with the circulation date.

#### ADMINISTRATIVE ARRANGEMENTS AND MISCELLANEOUS

#### 30. Means of communication to be used

- 30.1 Subject to the Articles, anything sent or supplied by or to the Company under the Articles may be sent or supplied in any way in which the Companies Act 2006 provides for Documents or information which are authorised or required by any provision of that Act to be sent or supplied by or to the Company.
- 30.2 Subject to the Articles, any notice or Document to be sent or supplied to a Director in connection with the taking of decisions by Directors may also be sent or supplied by the means by which that Director has asked to be sent or supplied with such notices or Documents for the time being.
- 30.3 A Director may agree with the Company that notices or Documents sent to that Director in a particular way are to be deemed to have been received within an agreed time of their being sent, and for the agreed time to be less than 48 hours.

#### 31. Irregularities

The proceedings at any meeting or on the taking of any poll or the passing of a written resolution or the making of any decision shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting or by reason of any business being considered

which is not referred to in the notice unless a provision of the Companies Acts specifies that such informality, irregularity or want of qualification shall invalidate it.

#### 32. Minutes

- 32.1 The Directors must cause minutes to be made in books kept for the purpose:
- 32.1.1 of all appointments of officers made by the Directors;
- 32.1.2 of all resolutions of the Company and of the Directors (including, without limitation, decisions of the Directors made without a meeting); and
- 32.1.3 of all proceedings at meetings of the Company and of the Directors, and of committees of Directors, including the names of the Directors present at each such meeting;
  - and any such minute, if purported to be signed (or in the case of minutes of Directors' meetings signed or authenticated) by the chair of the meeting at which the proceedings were had, or by the chair of the next succeeding meeting, shall, as against any member or Director of the Company, be sufficient evidence of the proceedings.
- 32.2 The minutes must be kept for at least ten years from the date of the meeting, resolution or decision.

#### 33. Records and accounts<sup>25</sup>

The Directors shall comply with the requirements of the Companies Acts as to maintaining a members' register, keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies and the Regulator of:

- 33.1 annual reports;
- 33.2 annual returns; and
- 33.3 annual statements of account.
- 33.4 Except as provided by law or authorised by the Directors or an ordinary resolution of the Company, no person is entitled to inspect any of the Company's accounting or other records or Documents merely by virtue of being a member.

#### 34. Indemnity

- 34.1 Subject to Article 34.2, a relevant Director of the Company or an associated company may be indemnified out of the Company's assets against:
- (a) any liability incurred by that Director in connection with any negligence, default, breach of duty or breach of trust in relation to the Company or an associated company;
- (b) any liability incurred by that Director in connection with the activities of the Company or an associated company in its capacity as a trustee of an occupational pension scheme (as defined in section 235(6) of the Companies Act 2006); and
- (c) any other liability incurred by that Director as an officer of the Company or an associated company.
- 34.2 This Article does not authorise any indemnity which would be prohibited or rendered void by any provision of the Companies Acts or by any other provision of law.

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34.3 In this Article:

- (a) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate; and
- (b) a "relevant Director" means any Director or former Director of the Company or an associated company.

#### 35. Insurance

35.1 The Directors may decide to purchase and maintain insurance, at the expense of the Company, for the benefit of any relevant Director in respect of any relevant loss.

#### 35.2 In this Article:

- (a) a "relevant Director" means any Director or former Director of the Company or an associated company;
- (b) a "relevant loss" means any loss or liability which has been or may be incurred by a relevant Director in connection with that Director's duties or powers in relation to the Company, any associated company or any pension fund or employees' share scheme of the company or associated company; and
- (c) companies are associated if one is a subsidiary of the other or both are subsidiaries of the same body corporate.

#### 36. Exclusion of model articles

The relevant model articles for a company limited by guarantee are hereby expressly excluded.

#### **SCHEDULE**

#### **INTERPRETATION**

#### **Defined terms**

1. In the Articles, unless the context requires otherwise, the following terms shall have the following meanings:

	Term	Meaning
1.1	"Address"	includes a number or address used for the purposes of sending or receiving Documents by Electronic Means;
1.2	"Articles"	the Company's articles of association;
1.3	"asset-locked body"	means (i) a community interest company, a charity <sup>26</sup> or a Permitted Industrial and Provident Society; or (ii) a body established outside the United Kingdom that is equivalent to any of those;
1.4	"bankruptcy"	includes individual insolvency proceedings in a jurisdiction other than England and Wales or Northern Ireland which have an effect similar to that of bankruptcy;
1.5	"Chair"	has the meaning given in Article 10;
1.6	"Circulation Date"	in relation to a written resolution, has the meaning given to it in the Companies Acts;
1.7	"Clear Days"	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;
1.8	"community"	is to be construed in accordance with accordance with Section 35(5) of the Company's (Audit) Investigations and Community Enterprise) Act 2004;
1.9	"Companies Acts"	means the Companies Acts (as defined in Section 2 of the Companies Act 2006), in so far as they apply to the Company;
1.10	"Company"	[ ] [Community Interest Company/C.I.C.];
1.11	"Conflict of Interest"	any direct or indirect interest of a Director (whether personal, by virtue of a duty of loyalty to another organisation or otherwise) that conflicts, or might conflict with the interests of the Company;
1.12	"Director"	a director of the Company, and includes any person occupying the position of director, by whatever name called;
1.13	"Document"	includes, unless otherwise indicated, any document sent or supplied in Electronic Form;
1.14	"Electronic Form" and "Electronic Means"	have the meanings respectively given to them in Section 1168 of the Companies Act 2006;
1.15	"Hard Copy Form"	has the meaning given to it in the Companies Act 2006;
1.16	"Memorandum"	the Company's memorandum of association;

1.17	"participate"	in relation to a Directors' meeting, has the meaning given in Article 14;
1.18	"Permitted Industrial and Provident Society"	an industrial and provident society which has a restriction on the use of its assets in accordance with Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations 2006 or Regulation 4 of the Community Benefit Societies (Restriction on Use of Assets) Regulations (Northern Ireland) 2006;
1.19	"the Regulator"	means the Regulator of Community Interest Companies;
1.20	"Secretary"	the secretary of the Company (if any);
1.21	"specified"	means specified in the memorandum or articles of association of the Company for the purposes of this paragraph;
1.22	"subsidiary"	has the meaning given in section 1159 of the Companies Act 2006;
1.23	"transfer"	includes every description of disposition, payment, release or distribution, and the creation or extinction of an estate or interest in, or right over, any property; and
1.24	"Writing"	the representation or reproduction of words, symbols or other information in a visible form by any method or combination of methods, whether sent or supplied in Electronic Form or otherwise.

- Subject to clause 3 of this Schedule, any reference in the Articles to an enactment includes a
  reference to that enactment as re-enacted or amended from time to time and to any subordinate
  legislation made under it.
- 3. Unless the context otherwise requires, other words or expressions contained in these Articles bear the same meaning as in the Companies Acts as in force on the date when these Articles become binding on the Company.

<sup>1</sup> On articles of association generally, see [Part 5] of the Regulator's information and guidance notes. If you are an existing company wishing to become a community interest company, there is no need to adopt completely new articles, but you must comply with the requirements of the Community Interest Company Regulations 2005 (as amended) ("the Regulations") by including the provisions set out in Schedule 1 to the Regulations in the articles of your company.

<sup>2</sup> See [Part 6] of the Regulator's information and guidance notes. Inclusion of the provisions contained in article 3.1 to 3.3 is mandatory, reflecting sub-paragraphs (1) to (3) of paragraph 1 of Schedule 1 to the Regulations

<sup>4</sup> On the specification of the company's objects, see [Part 5] of the Regulator's information and guidance notes

<sup>5</sup> On limited liability, see [Part 3] of the Regulator's information and guidance notes. On guarantees generally see [Chapter 3.2] of the Regulator's information and guidance notes.

<sup>&</sup>lt;sup>3</sup> See regulation 23 of the Regulations and [Parts 6 and 10] of the Regulator's information and guidance notes. If the company does not specify that the remaining residual assets are to be transferred to a particular Asset Locked Body, an appropriate recipient will be chosen by the Regulator, in consultation with the company's directors and members.

<sup>&</sup>lt;sup>6</sup> Note that although this model constitution assumes that all Directors are Members and all Members are Directors, and the Directors are given wide powers, under the Articles (and company law more generally) there are still some decisions which Members must make as Members (either in general meeting under the Companies Act 2006 (article 28.2), or by written resolution in accordance with article 29). [See in general the Companies House guidance booklet, "Resolutions" (available online at <a href="http://www.companieshouse.gov.uk/about/gbhtml/gba7.shtml">http://www.companieshouse.gov.uk/about/gbhtml/gba7.shtml</a>).].

<sup>&</sup>lt;sup>7</sup> Article 11 permits the Directors to delegate any of their functions. Delegation may take the form of, for instance, the Directors giving a managing director general authority to run the company's day to day business, or responsibility for specific matters being delegated to particular directors (e.g. financial matters to a finance director); or it may be equally appropriate to delegate matters to persons other than Directors. In all cases, it is important to remember that delegation does not absolve Directors of their general duties towards the company and their overall responsibility for its management. This means that, amongst other things, Directors must be satisfied that those to whom responsibilities are delegated are competent to carry them out.

<sup>&</sup>lt;sup>8</sup> Article 12 states that the Directors must make decisions by majority at a meeting in accordance with article 14; or unanimously if taken in accordance with article 18.

<sup>&</sup>lt;sup>9</sup> Article 14.2 is designed to facilitate the taking of decisions by the directors communicating via telephone or video conference calls. Note the requirement to keep a written record of meetings and decisions (article 32).

- <sup>10</sup> The quorum may be fixed in absolute terms (e.g. "two Directors") or as a proportion of the total number of Directors (e.g. "one third of the total number of Directors"). You may even wish to stipulate that particular named Directors, or Directors representing particular stakeholder interests, must be present to constitute a quorum.
- <sup>11</sup> Article 17 reflects paragraph 4 of Schedule 1 to the Regulations, which is required to be included in the articles of all community interest companies.
- <sup>12</sup> You may wish to include a provision which gives the chair of the board a casting vote. This will enable the directors to resolve any deadlock at board level.
- <sup>13</sup> Article 18 is designed to facilitate the taking of decisions by directors following discussions in the form of, for example, email exchanges copied to all the directors. Note the requirements as to recording the decision in articles 18.2 and 32.
- <sup>14</sup> The provisions in articles 19 and 20 reflect the position under the Companies Act 2006. However, it is recommended that, as a matter of good practice, all actual and potential conflicts of interest are disclosed in writing or at a meeting, as the case may be.
- <sup>15</sup> Private companies are obliged to have at least one director. Provisions can be inserted into the articles providing for a minimum number of directors. Where the company has just one director, that director must be a natural person. Article 12 notes that, where there is only one director, a majority decision is reached when that director makes a decision. In the case of a single director, the quorum provisions (article 15) will need to be amended accordingly.
- <sup>16</sup> The board of directors cannot remove a director other than in accordance with the provisions in article 23 and the Companies Act 2006.
- <sup>17</sup> See the guidance on directors' remuneration in [Part 9] of the Regulator's information and guidance notes.
- <sup>18</sup> See section 112 of the Companies Act 2006. A company's members are (i) the subscribers to its memorandum; and (ii) every other person who agrees to become a member of the company and whose name is entered in its register of members.
- <sup>19</sup> There is no need for all those who wish to become Members to subscribe to the Memorandum on incorporation; they can become Members and be entered in the register of Members after the company has been formed. However, since this model constitution assumes that all Members are also Directors, all Members will also have to be validly appointed as Directors under article 22.
- <sup>20</sup> Inclusion of the provisions in article 26 (other than 26.3) is mandatory and reflects paragraphs 2(1)-(4) of Schedule 1 to the Regulations. [Directors should ensure that the information to be included on an application form includes all the information which will be required to fill in Companies House Form [288a] on the appointment of the new Member as a Director (see: <a href="http://www.companieshouse.gov.uk/forms/generalForms/288A.pdf">http://www.companieshouse.gov.uk/forms/generalForms/288A.pdf</a>).] Article 26.3 provides that the Directors are also members of the company.
- <sup>21</sup> Inclusion of the provisions of article 27.1 and 27.2.1 27.2.2 (reflecting sub-paragraphs (5) and (6) of paragraph 2 of Schedule 1 to the Regulations), is mandatory.
- <sup>22</sup> The Companies Act 2006 has removed the need for private companies to hold annual general meetings and therefore these Articles follow suit; however, if you wish, you can insert an additional provision which obliges the company to hold annual general meetings.
- <sup>23</sup> Article 28.2 provides that general meetings must be held in accordance with the provisions of the Companies Act 2006. You may insert additional provisions that specify how many Members are required to be present to hold a valid general meeting. The quorum may be fixed in absolute terms (e.g. "four Members") or as a proportion of the total number of Members (e.g. "three quarters of the Members from time to time"). You may even wish to stipulate that particular named Members, or Members representing particular stakeholder interests, must be present to constitute a quorum. In any event, it is recommended that the quorum should never be less than half of the total number of Members.
- <sup>24</sup> Inclusion of the provisions of article 28.3 (reflecting paragraph 3(1) of Schedule 1 to the Regulations) is mandatory.
- <sup>25</sup> See the Companies House guidance booklet, "Accounts and Accounting Reference Dates" (available online at <a href="http://www.companies-house.gov.uk/about/gbhtml/gba3.shtml">http://www.companies-house.gov.uk/about/gbhtml/gba3.shtml</a>).] On the annual community interest company report, see [Part 8] of the Regulator's information and guidance notes.
- <sup>26</sup> Section 1(1) of the Charities Act 2006 defines "charity" as an institution which "is established for charitable purposes only, and falls to be subject to the control of the High Court in the exercise of its jurisdiction with respect to charities.".

Registered number: 11738386

# NEOTISTS CIC DIRECTORS' REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022



# Neotists CIC Directors' Report and Unaudited Financial Statements For The Year Ended 31 December 2022

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The following pages do not form part of the statutory accounts:	
Detailed Income and Expenditure Account	9

#### Neotists CIC Company Information For The Year Ended 31 December 2022

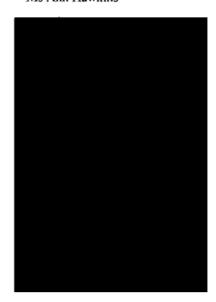
Directors

Mr Richard Slade Ms Clair-Slade Mr Adrian Storey Ms Ann Hawkins

Company Number

Registered Office

Accountants



The directors present their report and the financial statements for the year ended 31 December 2022.

#### Directors

The directors who held office during the year were as follows:

Mr Richard Slade

Mr Simon Devlin Resigned 19/01/2023

Mr Dave Fleet Resigned 19/01/2023

Ms Clair Slade

Mr Adrian Storey

Ms Ann Hawkins Appointed 19/01/2023

#### Statement of Directors' Responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the surplus or deficit of the company for that period. In preparing the financial statements the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will
  continue in business.

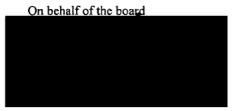
The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Neotists CIC Directors' Report (continued) For The Year Ended 31 December 2022

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### **Small Company Rules**

This report has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.



Mr Richard Slade

Director

7 September 2023

#### Neotists CIC Accountant's Report For The Year Ended 31 December 2022

In accordance with the engagement letter and in order to assist you to fulfil your duties under the Companies Act 2006, we have compiled the financial statements of the company from the accounting records and information and explanations you have given to us.

This report is made to the directors in accordance with the terms of our engagement. Our work has been undertaken to prepare for approval by the directors the financial statements that we have been engaged to compile, to report to the directors that we have done so, and to state those matters that we have agreed to state to them in this report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's directors for our work or for this report.

You have acknowledged on the balance sheet as at year ended 31 December 2022 your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 2006. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.

Signed



7 September 2023



#### Neotists CIC Income and Expenditure Account For The Year Ended 31 December 2022

TURNOVER

Cost of sales

**GROSS SURPLUS** 

Administrative expenses

OPERATING DEFICIT AND DEFICIT FOR THE FINANCIAL YEAR



The notes on pages 7 to 8 form part of these financial statements.

#### Neotists CIC Balance Sheet As At 31 December 2022



Mr Richard Slade

Director

7 September 2023

The notes on pages 7 to 8 form part of these financial statements.

#### Neotists CIC Notes to the Financial Statements For The Year Ended 31 December 2022

#### 1. General Information

#### 2. Accounting Policies

#### 2.1. Basis of Preparation of Financial Statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting-Standard 102-section 1-A Small-Entities "The Financial Reporting-Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

#### 2.2. Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover is reduced for estimated customer returns, rebates and other similar allowances.

#### Sale of goods

Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods has transferred to the buyer. This is usually at the point that the customer has signed for the delivery of the goods.

#### Rendering of services

Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs. Turnover is only recognised to the extent of recoverable expenses when the outcome of a contract cannot be estimated reliably.

#### 3. Average Number of Employees

Average number of employees, including directors, during the year was as follows: 5 (2021: 5)

#### 4. Debtors

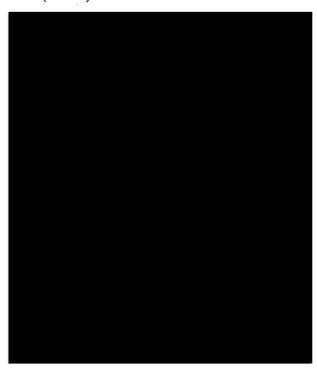
Due within one year

Trade debtors

#### 5. Creditors: Amounts Falling Due Within One Year

Trade creditors

Accruals and deferred income



# Neotists CIC Notes to the Financial Statements (continued) For The Year Ended 31 December 2022

#### 6. Company limited by guarantee

The company is limited by guarantee and has no share capital.

Every member of the company undertakes to contribute to the assets of the company, in the event of a winding up, such an amount as may be required not exceeding £1.

# **CIC 34**

## **Community Interest Company Report**

	For official use (Please leave blank)	
Please complete in typescript, or in bold black capitals.	Company Name in full	NEOTISTS CIC
	Company Number	
	Year Ending	31st December 2022

This template illustrates what the Regulator of Community Interest Companies considers to be best practice for completing a simplified community interest company report. All such reports must be delivered in accordance with section 34 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 and contain the information required by Part 7 of the Community Interest Company Regulations 2005. For further guidance see chapter 8 of the Regulator's guidance notes and the alternate example provided for a more complex company with more detailed notes.

PART 1 - GENERAL DESCRIPTION OF THE COMPANY'S ACTIVITIES AND IMPACT In the space provided below, please insert a general account of the company's activities in the financial year to which the report relates, including a description of how they have benefited the community.

The company was set up to develop opportunities for creative individuals to collaborate and form new partnerships in a supportive environment.

(If applicable, please just state "A social audit report covering these points is attached").

(Please continue on separate continuation sheet if necessary.)

PART 2 – CONSULTATION WITH STAKEHOLDERS – Please indicate who the company's stakeholders are; how the stakeholders have been consulted and what action, if any, has the company taken in response to feedback from its consultations? If there has been no consultation, this should be made clear.

The stakeholders in the company are residents of the local community. The directors of the company are also residents of the St Neots area and have been in business for a number of years developing their businesses which have been extended to allow the use of facilities for the company's use.

The company started operating in June 2019 and at this point in time, the feedback from the stakeholders is still being collated and reviewed.

(If applicable, please just state "A social audit report covering these points is attached").

PART 3 – DIRECTORS' REMUNERATION – if you have provided full details in your accounts you need not reproduce it here. Please clearly identify the information within the accounts and confirm that, "There were no other transactions or arrangements in connection with the remuneration of directors, or compensation for director's loss of office, which require to be disclosed" (See example with full notes). If no remuneration was received you must state that "no remuneration was received" below.

No director received any remuneration from the company in the period under review.

PART 4 – TRANSFERS OF ASSETS OTHER THAN FOR FULL CONSIDERATION – Please insert full details of any transfers of assets other than for full consideration e.g. Donations to outside bodies. If this does not apply you must state that "no transfer of assets other than for full consideration has been made" below.

No transfer of assets has been made in the period under review.

(Please continue on separate continuation sheet if necessary.)

#### **PART 5 - SIGNATORY**

The original report must be signed by a director or secretary of the company

Signe

You do not have to give any contact information in the box opposite but it you do, it will help the Registrar of Companies to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.



When you have completed and signed the form, please attach it to the accounts and send both forms by post to the Registrar of Companies at:

For companies registered in England and Wales: Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff

For companies registered in Scotland: Companies House, 4<sup>th</sup> Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, EH3 9FF DX 235 Edinburgh or LP – 4 Edinburgh 2

For companies registered in Northern Ireland. Companies House, 2nd Floor, The Linenhall, 32-38 Linenhall Street, Belfast, BT2 8BG

The accounts and CIC34 cannot be filed online

(N.B. Please enclose a cheque for £15 payable to Companies House)

#### **Grant application**



## Tourism website for Huntingdonshire

Neotists and Huntingdon First are writing to formally apply for a grant as detailed in the attached grant form to support the creation, development, and launch of an interactive tourism website for visitors to Huntingdonshire. This digital initiative aims to elevate the tourism experience in our community and promote the unique cultural, historical, and natural attractions of both the urban and rural parts of our district.

Our research has shown that other districts across the county, as well as those that border Huntingdonshire have websites for visitors. The key ones are:

- Cambridge www.visitcambridge.org
- East Cambridgeshire www.exploreeastcambs.co.uk
- Fenland www.visitcambridgeshirefens.org
- South Cambridgeshire www.visitsouthcambs.co.uk

#### Alongside this are:

- Peterborough www.visitpeterborough.com
- Ely www.visitely.org.uk
- Bedford www.lovebedford.co.uk
- West Norfolk www.visitwestnorfolk.com
- King's Lynn www.discoverkingslynn.com

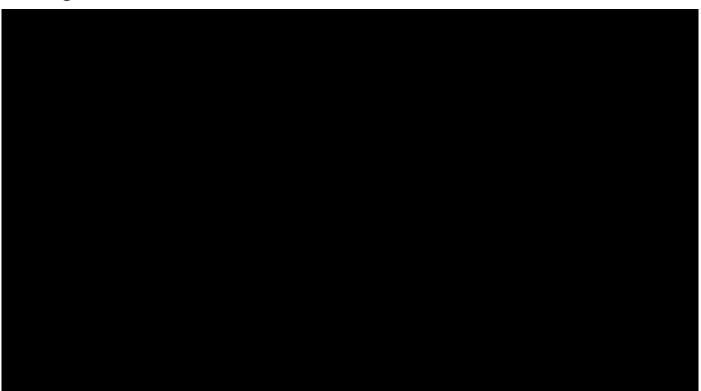
Huntingdonshire lacks a website specifically to encourage tourism across the district. Our unified approach of working with each town council is vital for the project to work. We recognise the distinct role that each town council plays in Huntingdonshire and the decades of inside knowledge that each councillor, officer and resident can add. This coupled with the legitimacy that can be added to the site through the partnership ensures the website is seen as a trusted source of information for tourists.

#### Who are we

Neotists CIC is an arts organisation with over 350 members from across the district. Our membership is a collection of creatives who work in design, website development, photography, copywriting, marketing, filmmaking and much more. Founded in 2015 we work with other non-profit organisations, local government, schools, businesses, creative professionals and the public to provide opportunities for local creatives to meet, share ideas, collaborate on projects and run workshops and events for the community.

Huntingdon First is a Business Improvement District (BID) organisation that works with businesses, residents and authorities to enhance the trading environment and make a real difference, attracting more shoppers and visitors and, in the long term, businesses wanting to invest in the Huntingdon town centre. Founded in 2012 they run events across the town, as well as manage various venues and visitor centre in Huntingdon.

## **Budget**



## **Objectives**

The primary objectives of this project are as follows.

- Design and development: Create an intuitive and user-friendly website that showcases key tourist attractions, historical landmarks, cultural sites, recreational activities, and local businesses in Huntingdonshire.
- Content aggregation: Collaborate with local stakeholders, primarily the town and parish
  councils across the district, as well as historical societies, museums, businesses, and community
  organisations, to use local knowledge to gather accurate information to be featured on the
  website.
- Interactive features: Develop interactive maps, virtual tours, and multimedia elements that
  engage visitors and provide them with a comprehensive view of the districts offering.
- Practical information: Provide practical information such as accommodation options, transportation details, dining recommendations, and local events to assist tourists in planning their visits.
- Launch and promotion: Launch the website and promote it through various digital marketing channels, including social media, online advertisements, and collaborations with local influencers.

#### **Benefits**

The successful execution of this project will yield several benefits for the district and its residents.

- Digital visibility The website will provide a dynamic online presence for Huntingdonshire, attracting a larger audience of potential visitors and fostering a positive online reputation.
- Economic growth The interactive website will encourage more tourists to explore the district, resulting in increased revenue for local businesses, hotels, and other establishments.
- Cultural promotion By showcasing historical and cultural sites digitally, the website will
  contribute to the preservation and celebration of Huntingdonshire's rich heritage.
- Community engagement Town and parish councillors, civic officers, local businesses, organisations, and residents will be actively involved in contributing to and benefiting from the website's content and exposure.
- Enhanced tourist experience Visitors will have easy access to comprehensive and accurate
  information, enabling them to plan their trips more effectively and make the most of their time
  in Huntingdonshire.

#### **Budget allocation**



#### **Partnerships**

To help promote the website and establish it as a recognised source of information we will become an official partner with both Visit East of England, and Visit England.

#### Maintenance

Ensuring the accuracy and relevance of the website's content is crucial for providing visitors with up-to-date information. To address this, we have devised a comprehensive content maintenance plan. Local stakeholders, including businesses, historical societies, and community organisations, will be actively engaged in regularly updating their respective sections of the website. We are also committed to raising additional funding from these stakeholders and other organisations, including through non-obtrusive advertising on the website.

This collaborative funding approach ensures a sustainable model for content updates and enhancements. Additionally, a dedicated team will oversee the overall content curation, conducting periodic reviews to guarantee accuracy and reflect any changes in the region. By fostering this collective effort, we aim to maintain the website's value as a reliable and current resource for both residents and tourists.

#### Conclusion

The proposed project aligns with the evolving digital landscape and the diverse strengths of Huntingdonshire's various areas. By investing in this initiative, we will develop a robust online platform that provides visitors with an immersive and informative experience. We kindly request your councils consideration of our grant application to make this vision a reality.

Thank you for your time and consideration. We are excited about the possibilities this project holds and look forward to the opportunity to discuss this proposal further and address any queries you may have.

# **SAINT IVES TOWN COUNCIL**



#### APPLICATION FOR FINANCIAL ASSISTANCE

COMMUNITY GRANTS OVER £1000

Please answer all questions which are relevant to your organisation – failure to do so may result in a delay in the determination of your application

PROJECT: Outreach: A one (6 hours) day a week Advice outreach service for residents of S lves in a community venue
AMOUNT REQUESTED:  Because we are unsure if we would need to pay for room hire this figure varies if St Iver Town Council could provide a space free of charge for our use  Without room hire charges  Including room hire at St Ives Library or unknown for Burliegh Hill Communit Centre

#### **Contact Details**

Q1	Name of organisation making application:				
	Rural Cambs Citizens Advice Bureau LTD (CARC)				
	Name of contact for this application:				
	Mr Nick Blencowe				
	(title, first name and surname)				
	Position held in organisation:				
	Chief Officer				
	Contact Address:				
	Telephone: Email:				

#### About your organisation

What type of organisation are you? (tick (✓) relevant category)				
Registered Charity:	<b>V</b>	Charity Registration Number:		
Voluntary Organisation:				
Company Limited by Guarantee:	<b>√</b>	Company Number:		
Other - Please specify:		-		

#### Q3 | Briefly describe your organisation.

Describe your organisation, including how many members/users you have, whether there is a subscription fee and the usual activities/services you provide.

If you are a new organisation, describe the services/activities you plan to provide.

CARC is an independent Charity within the National Citizens Advice Service. As part of the UK's largest advice provider, we are equipped to deal with any issue, from anyone, spanning benefits, debt and employment to consumer and housing plus everything in between

We hold the Advice Quality Standard (AQS) mark, which is the only sector-owned, independently audited standard that focuses on quality advice.

We are registered with the Financial Conduct Authority (FCA) for our money advice (including debt), who regulate financial services firms and financial markets in the UK

#### **Mission Statement**

The Citizens Advice service gives people the knowledge and confidence they need to find their way forward, whoever they are and whatever their problem. Our advice is free, independent, confidential and impartial. We value diversity, promote equality and challenge discrimination.

We have a responsibility and are committed to understanding the difference we make to the people we help, we do this by providing information, advice, education and support, and influencing policies that affect our clients.

Everything we do - and the way we work - benefits individuals and society.

We have 39 volunteers (including 6 Trustees) and 34 staff members

**Q4** If you are a branch of a larger organisation, please state which one:

CARC is a member of the national Citizens Advice (CA) organisation

Q5 Does your organisation have any of the follow? Please state which one and provide a copy with your application

Constitution	Memorandum of Association	✓
Terms of Reference	<b>Governing Document</b>	

What is your primary source of funding?
District Councils
County Council for 2023/24

#### Details of the project or activity you are planning

#### **Q7**

#### Describe the projects/activity you plan to use this grant for

- i) Try to be specific about what you will do and how you will do it.
- ii) Please state how you have identified this need and how the project will benefit the people of St Ives, together with the estimated time span. If you are seeking continuation funding for this project, please provide evidence for this continued need.

CARC would like to provide a face-to-face drop-in and appointment led service for 6 hours each week on a day to be agreed, with delivery to commence on 1<sup>st</sup> April 2024

We are requesting St Ives Town Council fund the post of a trained adviser, to cover the service to the residents within the wards of St Ives. This will benefit vulnerable residents who require face-to-face interventions.

The morning session will support generalist enquiries through a drop-in service with appointments in the afternoon for more complex issues and disability form fills.

Clients can currently access CARC's dedicated Freephone Adviceline, which operates Monday to Friday from 9.30am to 3.30pm, our website, email and web chat service. The enhanced and reinstated face-to-face service will improve accessibility to St Ives residents by offering an additional avenue of support to those most in need.

In addition, we will offer a seamless referral pathway to other specialist advisers within the organisation including Debt, Energy and Financial skills appointments.

Our most recent dashboard report provides evidence for the first 6 months of this financial year, that CARC supported 153 local residents, with 901 issues, supporting them via 426 activities/interventions. We have recorded a total of in financial gains amongst these clients.

This advice and support has mainly been delivered over the telephone with a small number of face-to-face appointments being delivered at other locations.

The cost-of-living issues have increased the need for the Citizens Advice service across the whole of the country. Locally the number of clients supported in St Ives by CARC has increased by almost 30% from the same period last year, we anticipate this figure to increase again as we will be able to better support for clients locally to them, e.g. help with benefits claims, cost of living issues and energy related problems.

We are seeing a 10% increase in activities per client, highlighting the complexity of the issues residents are facing. Our emergency grant and direct support has increased 145% on last year alone. By the end of September, we had already helped more people who can't afford top up their pre-payment meters and oil tanks than we did for the whole of 2022 - and 2022 was higher than the previous 10 years combined.

Without the direct support of the emergency support grants households would go without light, electricity, heating, and the means to cook and store food.

#### **Staffing**

A dedicated paid member of staff will provide this outreach face-to-face service, with all attempts to find suitable cover from other areas within the organisation for illness and annual leave, for a 50-week service.

#### **Client Engagement Group**

We have recently started a CARC client engagement group, where we engage directly with our clients to give them the voice to represent those in need locally, discussions include, how people access our services, their experiences when receiving information, advice and support and how we can improve our service.

We also obtain feedback via email and text surveys from clients after they have received our support

#### Other market town evidence

We have been gradually offering more outreach settings in local market towns, this includes, St Neots, Chatteris, Whittlesey and Wimblington, directly funded by town and parish councils. Using a similar model of 1 adviser providing a drop-in service, followed by the afternoon appointment.

We have found that over the first 3 months of reinstating our drop in face-to-face support, our client interactions increased by between 50-100%, as this model allows for people to access a professional trusted advice service locally and at a specific time and location. It allows for other professions to signpost clients who are without digital means, this has been welcomed by social prescribers and family workers.

iii) How many people from St Ives do you expect to benefit directly from your project or activity?

The outreach service will have capacity to support up to 5 interventions per week, however we do expect that some clients will need several interventions to fully resolve their issues. Bearing this in mind we anticipate supporting, 3 new clients per week, with follow on work and return visits taking the additional capacity.

Therefore 150 unique clients/households per annum supported directly through this project. This is in addition to those clients who choose to access our services using the free Adviceline, email and webchat service.

# Q8 What criteria will be used to measure the success of the project and how many people from St Ives do you expect to benefit from it?

CARC will produce quarterly reports to summarise the outreach work, in a format similar to the attached dashboard. This will include, how many unique clients have been helped, activities and financial outcomes

In addition, one case study per quarter will be produced together with a short report highlighting the work completed

Any anonymised survey feedback from St Ives residents will also be provided within the report.

#### **Health & Safety**

# What, if any, special safety issues are related to your project/activity? Please provide the following information:

i) What kind of insurance does your organisation have?

ii) Do the leaders have the relevant qualifications and/or experience?

Yes, all our staff are trained to complete the tasks they are recruited to deliver, with ongoing training as required to keep knowledge and qualifications up to date

iii) What policies does your organisation have in place (i.e. Health and Safety, Child Protection/Safeguarding, Working with vulnerable adults, Equal Opportunities etc.)? *You* 

may be required to submit copies of your policies

We hold a full suite of organisational policies in place, including Safeguarding adults and children, Health and Safety

We also hold multiple polices under the headings of Governance, Financial Management, People Management, Risk Management, Operational Performance Management, Equality

We will be happy to provide a full list held if required

#### **Funding of your project**

# Previous Applications If you have applied for and received funding from St Ives Town Council in the past please provide details of the amount, the year and briefly what the funding was used for. Year Project Description Amount given (£) 2022 CARC – memorandum of understanding 2021 CARC – memorandum of understanding 2020 CARC – memorandum of understanding

#### Q11 | Project Funding

**Project Expenditure** 

Total with room hire\*

Please provide details of the amount of funding you need for your project and give us a breakdown of what the money is for (please enclose any relevant estimates or details).

Tell us the amount of grant requested £... (dependant on venue costs) and provide a detailed breakdown as to how you have reached this figure

Amount of Project

Please list all items of expenditure for your project
Salary
Mileage
Digital phone service
Management, governance/central office costs, training and
supervision, affiliation to National CA
Room hire*
Total without room hire

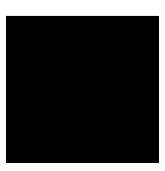
Project Income	
Please list how the project shall be funded	
St Ives Town Council request for full funding	
*Room hire costs of	
What is the difference?	
This should be the same as the amount of Grant you are applying for	
Covering a Shortfall	
If the Town Council makes an offer less than the amount requested,	
how will that impact on the Project and how will you cover the	
shortfall?	
Ma would be because to other discussion to discuss our	
We would be happy to attend a council meeting to discuss our project aims, if a reduced amount is offered, we would look to find	
additional funding from another source or slightly reducing the	
service to remain within the figure offered to enable us to support	
as many local residents as possible.	
Sustainability	
What plans do you have in place to ensure that your organisation	
becomes more sustainable and less reliant on grant funding, particularly	
from the Town Council?	
As a charity we rely on funding to deliver our services, we have	
tested our outreach model throughout other market towns across	
rural Cambridgeshire. Whilst we are always looking for sustainable	
options to deliver our services longer term, due to the reduced	
number of volunteers following COVID this has not always been	
possible.	

#### **Your Accounts**

#### Q14 Please provide the following details from your most recent annual accounts

These are draft figure as not signed off by Trustees, however have been signed off by independent auditors and relate to 1st April 2022 – 31st March 2023

Total Income
Less Total Expenditure
Surplus / Loss
Savings (Reserves, Cash, Investments)



Please provide a copy of your most recent annual accounts or, in the case of newly established organisations, the projected income and expenditure for the next twelve months.

#### **Account Details**

### Q15 Please give us your bank or building society account details You can only apply for grant if you have a bank/building society account in the name of your organisation. We will only pay grants into an account which requires at least two people to sign each cheque or withdrawal. These people should not be related. Account name: Bank/Building Society name: Bank/Building Society address: Who are the signatories and what position do they hold in your organisation? Name Positon **Chief Officer** Nick Blencowe Chief Financial Officer Karen Drewry Helen Spriggs **Deputy Chief Officer**

#### **Any Other Information**

#### Q16

Any other information which you consider to be relevant to your application.

As a charity we do not make a profit and continually strive to improve the services we provide.

Our reserves policy outlines that we should retain 2.5 months annual running costs in the event of significant funding changes. We are currently achieving this figure.

#### **Declarations**

#### Q17 Declaration

Please give details of a senior member of your organisation.

For example, this may be your Chairperson, Treasurer or Secretary. They must read the application and sign below. (This must not be the main contact name in Q1).

I confirm, on behalf of CITIZENS ADVICE RURAL CAMBS (insert name of organisation):

That I am authorised to sign this declaration on its behalf, and that, to the best of my knowledge and belief, all replies are true and accurate.

I confirm that I have read the Terms and Conditions set out in the Notes which accompanied this application and further confirm that this application is made on the basis that if successful, the organisation will be bound to use the grant only for the purpose specified in this application, and will have to comply with those Terms and Conditions and any others which the Council might attach to the Grant.



#### Q18 Signature of Person Completing the Application

This must be the signature of the person named in Q1 as the main contact and **not be the same person who has signed in Q17** 

I confirm that, to the best of my knowledge and belief, all the information in this application from is true and correct. I understand that you may ask for additional information at any stage of the

#### **Checklist**

1.	Have you answered every question?	$\checkmark \square$
2.	Have all signatures been completed?	$\checkmark$
3.	Have you included a copy of your governing document?	$\checkmark$
4.	Have you included copies of your latest meeting and AGM minutes?	$\checkmark \square$
5.	Have you included a copy of your most recent accounts?	$\checkmark$
6.	Have you included a copy of your most recent bank statement?	$\checkmark$
7.	Please state any supporting documents you are submitting:	$\checkmark$
	<ul> <li>CARC Key Stats Dashboard – St Ives by Ward Q1-2 2023</li> </ul>	-24

# Rural Cambs Citizens Advice Bureau Limited Articles of Association

The Companies Act 2006
Company Limited by Guarantee and not having a Share Capital
Articles of Association of:

Rural Cambridgeshire Citizens Advice Bureau Limited

# \*R1D2NWWP\* RM 13/07/2012 #60 COMPANIES HOUSE

#### Interpretation

1. The provisions of the schedule to these Articles shall apply with respect to the interpretation of and definitions of terms used in these Articles.

#### **Objects**

- 2.1 The Charity's objects are to promote any charitable purpose for the public benefit by the advancement of education, the protection and preservation of health and the relief of poverty, sickness and distress in particular, but without limitation, for the benefit of the community in [ ] and surrounding areas.
- 2.2 [In these Articles "charitable" does not include any purpose that is not charitable in accordance with any statutory provision regarding the meaning of the word "charitable" or the words "charitable purposes" in force in any part of the United Kingdom.]<sup>1</sup>

#### **Powers**

- 3. To promote its objects but not for any other purpose the Charity will have the following powers:
- 3.1 To establish and provide and assist in the provision of Citizens Advice Bureau services and outlets supplying a free, independent, confidential and impartial service of advice, information and counsel for the public.
- 3.2 To accept (or disclaim) gifts of money and any other property.
- 3.3 Subject to the restriction in Article 3.4, to raise funds by way of subscription, donation or otherwise.

<sup>&</sup>lt;sup>1</sup> Use clause 2.2 only if the charity might wish to register with the Office of the Scottish Charity Regulator

- 3.4 To trade in the course of carrying out the objects of the Charity (and in particular to enter into contracts to provide services to or on behalf of other bodies) and to carry on any other trade which is not expected to give rise to taxable profits.
- 3.5 To incorporate subsidiary companies to carry on any trade.
- 3.6 To acquire or hire any property of any kind and to maintain and equip it for use
- 3.7 To let or dispose of any property of any kind but only (where applicable) in accordance with the restrictions imposed by the Charities Act 1993 (or any statutory re-enactment or modification of that Act).
- 3.8 To borrow money.
- 3.9 To give security over the property of the Charity but only (where applicable) in accordance with the restrictions imposed by the Charities Act 1993 (or any statutory re-enactment or modification of that Act).
- 3.10 Subject to Article 4, to employ paid or unpaid agents, staff and advisers and to make all reasonable provision for the payment of pensions and superannuation for staff and their dependants.
- 3.11 To recruit volunteer workers (who shall not be members of the Trustee Board).
- 3.12 To undertake and execute charitable trusts.
- 3 13 To make grants and loans and give credit and take security for such grants, loans or credit and guarantee or give security for the performance of contracts by any person.
- 3.14 To promote or carry out research.
- 3.15 To publish or distribute information.
- 3 16 Alone or with other organisations to seek to influence public opinion and make representations to and seek to influence governmental and other bodies regarding the development and implementation of appropriate policies provided that such activities shall be confined to those which are consistent with the Charity's charitable status.
- 3.17 To hold or assist in holding exhibitions, meetings, lectures and classes.
- 3.18 To establish, support, co-operate with and amalgamate with other charitable bodies.

- 3.19 To invest or deposit funds in any lawful manner whilst having regard to the suitability of investments and the need for diversification.
- 3.20 To insure the property of the Charity against any foreseeable risk and to take out other insurance policies to protect the Charity as the Trustee Board thinks fit.
- 3.21 To provide indemnity insurance to cover the liability of the Trustees or other officers of the Charity which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Charity, provided that any such insurance shall not extend to any claim arising from any act or omission which the Trustees or officers knew to be a breach of trust or breach of duty or which was committed by the Trustees or officers in reckless disregard to whether it was a breach of trust or breach of duty or not; provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the Trustees or other officers of the Charity.
- 3.22 To do all such other lawful things which promote or help to promote the objects.

#### **Benefits to members and Trustees**

- 4.1 Subject to the provisions of Articles 4.2 and 4.3, the income and property of the Charity shall be applied solely towards the promotion of its objects set out in these Articles. No part shall be paid or transferred directly or indirectly to members of the Charity for any services given to the Charity with the exception of reasonable travelling and other out of pocket expenses properly incurred in carrying out the duties of any member or officer of the Charity.
- 4.2 No member of the Trustee Board and no connected person shall acquire any interest in property belonging to the Charity (otherwise than as a Trustee for the Charity) or receive remuneration or be interested in any way (otherwise than as a member of the Trustee Board) in any contract entered into by the Charity provided this does not exclude:
  - 4.2.1 the payment of reasonable out of pocket expenses incurred on behalf of the Charity;
  - 4.2.2 the payment of fees or the giving of other benefits to any company of which a Trustee is also a member holding not more than 1/100th part of the capital;

- 4.2.3 interest at a reasonable rate on money lent to the Charity;
- 4.2.4 a reasonable rent or hiring fee for property or equipment let or hired to the Charity, and
- 4.2.5 reasonable and proper premiums in respect of indemnity insurance effected in accordance with Article 3.21;
- 4.2.6 payments made pursuant to any indemnity given to Trustees under these Articles; and
- 4.2.7 reasonable and proper remuneration to any connected person (as defined in Article 4.3) for any [goods or services] [services (and goods connected with those services)]<sup>2</sup> supplied to the Charity ([including] [excluding]<sup>3</sup> the service of acting as Trustee and services performed under a contract of employment with the Charity) provided that:
- (a) the procedure described in these Articles concerning Conflicts of Interest must be followed by the relevant Trustee in relation to any decisions regarding such connected person; and
- (b) this provision may not apply to more than half of the Trustees in any financial year (and for these purposes such provisions shall be treated as applying to a Trustee if they apply to a person who is a connected person in relation to that Trustee).
- 4.3 For the purpose of this Article 4, "Trustee" includes any connected person and "connected person" means the spouse, civil partner, child, step-child, parent, grandparent, grandchild, brother, sister or other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship or any company or business controlled or managed by a Trustee and includes a trustee of any trust the beneficiaries of which include a connected person.

#### **Limited liability**

- 5.1 The liability of the members is limited.
- 5.2 Every member of the Charity undertakes to contribute such amount as may be required, not exceeding £1, to the Charity's assets if it should be wound up while they are a member or within one year after they cease to be a member:-

<sup>&</sup>lt;sup>2</sup> Strike out one of the phrases in square brackets. Note that if applying to the Charity Commission to register on the basis of the Citizens Advice Model Articles of Association, the first option must be struck out

<sup>&</sup>lt;sup>3</sup> Strike out one of the phrases in square brackets. Note that if applying to the Charity Commission to register on the basis of the Citizens Advice model Articles of Association, the first option must be struck out

- 5.2.1 for the payment of the Charity's debts and liabilities contracted before they ceased to be a member;
- 5.2.2 for the costs, charges and expenses of winding up, and
- 5.2.3 for the adjustment among themselves of the rights of persons who have contributed to the Charity's assets.

#### Membership

- 6. In addition to the subscribers to the Memorandum the Charity may admit into membership:
- 6.1 individuals (over the age of 18 years) who are interested in furthering the work of the Charity and who are not paid or volunteer workers of the Charity; and
- 6.2 any body corporate or unincorporated association which is interested in furthering the Charity's work and is admitted to membership by the Trustees (any such body being called in these Articles a "member organisation").
- 7. The Trustee Board may establish criteria for membership and make regulations governing the admission of members.
- 8. Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Charity; and may appoint someone else (an alternate) to attend any meeting of the Charity if the appointed representative is unable to attend.
- 9. Each member organisation shall notify the Charity of the name of the representative appointed by it and of any alternate. If the representative or alternate resigns or otherwise leaves the member organisation, he or she shall immediately cease to be the representative of the member organisation. The member organisation may replace the representative appointed by it.
- 10. The Trustee Board can vote, with good reason, to end the membership of any individual or member organisation. The individual or member organisation can appeal against this, by making representations to the Trustee Board (and may be accompanied by one other person for this purpose) before a final decision is made.
- 11. The Charity shall maintain a register of members recording the name and address of every member and the representative of every member organisation and the dates on which they became and ceased to be a member or representative.

- 12. Membership cannot be transferred to anyone else and ceases automatically if the member:
- 12.1 dies (if an individual) or ceases to exist (if an organisation); or
- 12.2 fails to attend two successive annual general meetings in person, by its appointed representative (if a member organisation) or by proxy without notifying to the Charity his or her intention to remain a member.
- 13. No person or organisation may be admitted as a member of the Charity unless their application for membership has been approved by the Trustee Board

#### **General meetings**

#### **Annual general meeting**

14. The Charity shall hold an annual general meeting within 18 months of incorporation and afterwards once in each calendar year. Not more than 15 months shall pass between the date of one annual general meeting and the next. It shall be held at such time and place as the Trustees decide.

#### Other general meetings

15. The Trustees may call a general meeting at any time. The Trustees shall call a general meeting on receiving a requisition to that effect, signed by at least 10% of the members having the right to attend and vote at general meetings. If the Trustees do not call a general meeting having received such a requisition, the requisitionists may call a general meeting in accordance with the Companies Acts.

#### Length of notice

- 16. Unless Article 17 applies, general meetings shall be called by at least 14 clear days' written notice.
- 17. A general meeting may be called by shorter notice if it is so agreed by at least 90% of the members entitled to attend and vote at that meeting.

#### **Contents of notice**

18. Every notice calling a general meeting shall specify the place, day and time of the meeting, the address of the Office and the general nature of the business to be transacted. In the case of an annual general meeting, the notice shall in addition specify the meeting as such. If a special resolution is to be proposed, the notice shall contain a statement to that effect. The notice shall inform members

of their right to appoint proxies, be accompanied by suitable proxy forms, and state where and by when such forms must be delivered.

#### Service of notice

19. Notice of general meetings shall be given to every member and to the Trustees, Citizens Advice, any President, and to the auditors of the Charity.

#### **Public notice**

- 20. At least seven clear days' public notice of every annual general meeting shall be given by announcing it in a local newspaper and by placing a clearly visible notice in each bureau or other place of work operated by the Charity and/or in a prominent place in the local area.
- 21. Anyone over the age of 18 who is interested in furthering the work of the Charity, may attend and (with the consent of the Chair) speak at the annual general meeting but only members of the Charity shall be entitled to vote.

# Proceedings at general meetings (including annual general meetings)

- 22. No business shall be transacted at any general meeting unless a quorum is present. Ten persons entitled to vote upon the business to be transacted, each being a member or a duly authorised representative of a member organisation or a proxy thereof or ten percent of the total membership, whichever is the greater, shall be a quorum.
- 23. If such a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the Trustees may decide and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present in person or by proxy shall be a quorum.
- 24. A representative from Citizens Advice shall be invited to attend general meetings of the Charity and shall have the right to speak but not to vote at such meetings.
- 25. The President or the Chair of the Trustee Board in that order, shall be the chair of each general meeting. In his or her absence, the Vice Chair of the Trustee Board (if any) shall take the chair, and if none is in attendance the persons present, before any other business is transacted, shall appoint a chair of the meeting.

- 26. The chair of the meeting may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
- 27. A resolution put to the vote of a meeting shall be decided on a show of hands unless before or on the declaration of the result of the show of hands a poll is duly demanded. Subject to the provisions of the Companies Acts, a poll may be demanded:-
- 27.1 by the chair of the meeting;
- 27.2 by at least two members or their proxies having the right to vote at the meeting; or
- 27.3 by any member or members (or their proxies) representing at least 10% of the total voting rights of all the members entitled to vote on the resolution.
- 28. Unless a poll is duly demanded a declaration by the chair of the meeting that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 29. The demand for a poll may, before the poll is taken, be withdrawn but only with the consent of the chair of the meeting and a demand so withdrawn shall not be taken to have invalidated the result of a show of hands declared before the demand was made.
- 30. A poll shall be taken as the chair of the meeting directs and he or she may appoint scrutineers (who need not be members) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- 31. A poll demanded on the election of the chair of the meeting or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such time and place as the chair of the meeting directs not being more than thirty days after the poll is demanded. The demand for a poll shall

not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

- 32. No notice need be given of a poll not taken forthwith if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case, at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.
- 33. The proceedings at any meeting or on the taking of any poll shall not be invalidated by reason of any accidental informality or irregularity (including any accidental omission to give or any non-receipt of notice) or any want of qualification in any of the persons present or voting.

#### **Votes of members**

- 34. On a show of hands every person present and entitled to vote shall have one vote. On a poll every member present in person or by proxy shall have one vote (so a proxy shall have one vote for each member he or she is representing).<sup>4</sup>
- 35. No member may vote on any matter in which he or she is personally interested, pecuniarily or otherwise, or debate on such a matter without in either case the permission of the majority of the members present in person at the meeting, such permission to be given or withheld without discussion.
- 36. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chair of the meeting whose decision shall be final and binding.
- 37. A vote given or poll demanded by the duly authorised representative of a member organisation shall be valid notwithstanding the previous termination of the authority of the

<sup>&</sup>lt;sup>4</sup> If the charity was incorporated before 1<sup>st</sup> October 2007 and immediately before that date had a power for the chair to exercise a second or casting vote, then the following article may be inserted immediately after Article 34 and subsequent articles renumbered accordingly:

<sup>&</sup>quot;35 In the case of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall be entitled to a casting vote in addition to any other vote he or she may have."

person voting or demanding a poll unless notice of the termination was received by the Charity before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

#### **Proxies**

38. A proxy shall be in the following form (or in form as near thereto as circumstances allow or in any other form which is usual or which the Board may approve):-

"Rural Cambs Citizens Advice Bureau Limited"

Name of member appointing the proxy:

#### Address:

I/We hereby appoint [name of proxy] of [address of proxy] as my/our proxy to vote in my/our name and on my/our behalf at the meeting of the Charity to be held on [date], and at any adjournment of the meeting.

This form is to be used in respect of the resolutions mentioned below as follows:

Resolution 1:	*for	*against	*abstaın	*as the thinks fit	proxy
Resolution 2:	*for	*agaınst	*abstaın	*as the thinks fit	proxy
All other resolutions properly put to the meeting:	*for	*against	*abstain	*as the thinks fit	proxy

<sup>\*</sup>Strike out whichever is not desired. If no indication is given, the proxy may vote as he or she thinks fit.

Signed:	•	
Dated:		"

39. Proxy appointment forms must be delivered to the Charity in accordance with the provisions of these Articles concerned with delivery of communications to the Charity and shall be so delivered:

- 39.1 at least 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the form proposes to vote;
- 39.2 in the case of a poll taken more than 48 hours after it is demanded. at least 24 hours before the time appointed for the taking of the poll, or
- 39.3 in the case of a poll not taken at the meeting but taken within 48 hours after it is demanded: at the meeting at which the poll is demanded, by delivering the form to the chair of the meeting or to the Secretary or to any Trustee;
  - and an instrument of proxy which is not so delivered shall be invalid.
- 40. A vote given or poll demanded by proxy or by the duly authorised representative of a member organisation shall be valid notwithstanding the previous termination of the authority of the person voting or demanding a poll unless notice of the termination was received by the Charity before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

#### **Trustee Board**

#### Appointment, removal and disqualification of Trustees

- 41. The first Trustees shall be those persons notified to the Registrar of Companies as the first directors of the Charity.
- 42. The maximum number of Trustees shall be fifteen and the minimum shall be three, being either:
- 42.1 elected at the annual general meeting (there being no more than ten such elected trustees in total), and who shall hold office from the conclusion of that meeting

or:-

42.2 co-opted by the Trustee Board

provided that on appointment the total number of co-opted Trustees does not exceed one third of the total number of Trustees.

- 43. Each appointment of a co-opted Trustee shall be made at a meeting of the Trustee Board and shall take effect immediately unless the appointment is to fill a place which has not yet been vacated in which case the appointment shall run from the date when the post becomes vacant.
- 44. Other than at the first three annual general meetings following incorporation, all elected Trustees shall retire from office at the third annual general meeting following the annual general meeting at which they were elected but may be re-elected.
- 45. All co-opted Trustees shall retire from office at the third annual general meeting following the meeting of the Trustee Board at which they were appointed but may then be elected or reappointed.
- 46. At each of the first three annual general meetings following incorporation one third of the first Trustees shall retire in rotation but may be re-elected.
- 47. No person shall be elected or re-elected as a Trustee at any general meeting unless, at least fourteen but not more than thirty-five clear days before the date appointed for the meeting, notice from a member qualified to vote at the meeting has been given to the Charity of the intention to propose that person for election or re-election stating the particulars which would, if he or she were so elected or re-elected, be required to be included in the Charity's Register of Trustees, together with notice signifying that person's willingness to be elected or re-elected.
- 48. At least seven but not more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all who are entitled to receive notice of the meeting of any person in respect of whom notice has been duly given to the Charity of the intention to propose him or her at the meeting for election or re-election as a Trustee. The notice shall give the particulars of that person which would, if he or she were so elected or re-elected, be required to be included in the Charity's Register of Trustees
- 49. The Trustee Board may make regulations concerning the election of Trustees such that it shall not be necessary to vote separately on the election of each Trustee but instead the Trustees may be elected by ballot.
- 50. Subject to the above Articles, a Trustee who retires at an annual general meeting may, if willing to act, be re-elected. If he or she is not re-elected, he or she shall retain office until the meeting elects

someone in his or her place, or if it does not do so, until the end of the meeting.

- 51. No person may be appointed as a Trustee:
- 51.1 under the age of 18 years; or
- 51.2 If he or she is a paid or volunteer worker at any bureau operated by the Charity;
- 51.3. unless he or she is a member (or duly appointed representative of a member organisation) of the Charity; or
- 51.4 in circumstances such that, had he or she already been a Trustee, he or she would have been disqualified from acting under the provisions of these Articles.
- 52. The Trustees may appoint a person who is willing to act as a coopted Trustee, provided that the appointment does not cause the number of Trustees to exceed any number fixed by or in accordance with the Articles as the maximum number of Trustees.
- 53. The remaining members of the Trustee Board may appoint a person willing to act to fill a casual vacancy in the office of an elected member of the Trustee Board until the next annual general meeting. A casual vacancy in the office of a representative member may be filled by the organisation that s/he represented (provided that such person is acceptable to the Trustee Board).
- 54. The office of a Trustee shall be vacated if he or she:
- 54.1 is disqualified from acting as a member of the Trustee Board by virtue of section 72 of the Charities Act 1993 (or any statutory reenactment or modification of that provision);
- 54.2 becomes incapable by reason of mental disorder, illness or injury of managing and carrying out her/his own affairs;
- 54.3 is absent without the permission of the Trustee Board from three consecutive meetings and the Trustee Board resolves that her/his office be vacated;
- 54.4 notifies to the Trustee Board a wish to resign by giving at least one month's notice in writing to the Charity stating the date on which the resignation is to take effect (but only if at least three members of the Trustee Board will remain in office when the notice of resignation is to take effect);

- 54.5 ceases to be a member or duly appointed representative of a member organisation of the Charity; or if
- 54.6 at a meeting of the Trustees at which at least half of the trustees are present, a resolution is passed that he or she be removed from office. Such a resolution shall not be passed unless the Trustee has been given at least 14 clear days' notice that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been afforded a reasonable opportunity of being heard by or of making written representations to the Trustees.

#### **Powers of Trustees**

55. Subject to the provisions of the Companies Acts and the Articles, the business of the Charity shall be managed by the Trustees who may exercise all the powers of the Charity. No alteration of the Articles shall invalidate any prior act of the Trustees which would have been valid if that alteration had not been made. The powers given by this Article shall not be limited by any special power given to the Trustees by the Articles and a meeting of Trustees at which a quorum is present may exercise all powers exercisable by the Trustees.

#### Regulations

56. The Trustees may make, repeal or alter regulations as to the management of the Charity and its affairs, as to the duties of any officers or employees of the Charity, as to the conduct of business by the Trustees or any committee or at any general meeting and as to any of the matters within the powers or under the control of the Trustees provided that such regulations shall not be inconsistent with the Articles.

#### **Delegation of Trustees' Powers**

- 57. The Trustees may appoint any person to be the agent of the Charity for such purposes and on such conditions as they determine.
- 58. The Trustees may delegate any of their functions and duties to any committee of individuals comprising at least two Trustees or the implementation of any of their resolutions and day-to-day management of the affairs of the Charity to any person or committee in accordance with the conditions set out in the Articles.

#### **Delegations to committees**

59. In the case of delegation of functions and duties to committees:

- 59.1 the resolution making that delegation shall specify those who shall serve or be asked to serve on any committee (although the resolution may allow the committee to make co-options up to a specified number);
- 59.2 the deliberations of any such committee shall be reported regularly to the Trustees and any resolution passed or decision taken by any such committee shall be reported forthwith to the Trustees;
- 59.3 all delegations under this Article shall be revocable at any time;
- 59.4 the Trustees may make such regulations and impose such terms and conditions and give such mandates to any such committee as they may from time to time think fit; and
- 59.5 no committee shall incur expenditure on behalf of the Charity except in accordance with a budget which has been approved by the Trustees.
- 60. The meetings and proceedings of any committee shall be governed by the provisions of the Articles regulating the meetings and proceedings of the Trustees so far as the same are applicable and are not superseded by any regulations made by the Trustees.

#### **Delegations of management powers**

- 61. In the case of delegation of the day-to-day management of the Charity to a chief executive or other manager or managers:
- 61.1 the delegated power shall be to manage the Charity by implementing the policy and strategy adopted and within a budget approved by the Trustees and if applicable to advise the Trustees in relation to such policy, strategy and budget;
- 61.2 the Trustees shall provide the manager with a description of his or her role and the extent of his or her authority; and
- 61.3 the manager shall report regularly to the Trustees on the activities undertaken and (where those activities involve managing the Charity generally) provide them regularly with management accounts sufficient to explain the financial position of the Charity.

#### **Expenses of Trustees**

62. The Trustees may be paid all reasonable travelling, hotel, and other expenses properly incurred by them in connection with their attendance at meetings of Trustees or committees of Trustees or general meetings of the Charity or otherwise in connection with the discharge of their duties.

#### Officers

- 63. The Trustee Board shall elect from its number a Chair (if none has been appointed by the members of the Charity) and a Treasurer and may elect one of its number to be Vice Chair. The Trustees may remove from that office any person appointed to an office under this Article. If the Chair is absent from any meeting, the Vice Chair (if any) shall preside. Otherwise the members present shall, before any other business is done, choose one of their number to preside at the meeting.
- 64. A person shall not hold office as Chair, Vice Chair or Treasurer for more than six consecutive years. After the end of this period, two further years must pass before any former Chair, Vice Chair or Treasurer shall be eligible for re-election to any of those offices.
- 65. The Trustee Board may appoint and remove a President and any other patrons and honorary officers. All such positions shall be non-voting and unpaid and such persons shall not be Trustees.
- 66. The Trustee Board may appoint such other paid officers or staff as it considers necessary. The Trustee Board shall appoint and fix the remuneration of such staff as may be necessary to conduct the business of the Charity. Except for the Secretary (who may be a Trustee) such persons shall not be Trustees and will have no right to vote at meetings.

#### **Proceedings of Trustees**

- 67. Subject to the provisions of the Articles, the Trustees may regulate their proceedings as they think fit.
- 68. A representative from Citizens Advice shall be invited to attend all meetings of the Trustee Board and its sub-committees. Such representative shall have the right to speak but shall not have the right to vote at meetings.
- 69. The Charity's senior bureau manager shall be entitled to attend all meetings of the Trustee Board and shall have the right to speak but shall not have the right to vote. The Trustee Board may require any such person to withdraw from the meeting.
- 70. A representative from among the Charity's paid staff and a representative from among the Charity's volunteer workers shall be entitled to attend all meetings of the Trustee Board, and shall have the right to speak but shall not have the right to vote. The Trustee Board may require any such person to withdraw from the meeting.
- 71. The Trustee Board shall hold at least four meetings in each year. A

meeting of the Trustee Board may be called at any time by the Chair or by any three Trustees upon at least seven clear days' notice being given to the other Trustees and to Citizens Advice. A meeting of the Trustee Board may be called by shorter notice if the circumstances require a meeting to be convened urgently. The notice shall specify the date, time and place of the meeting and any special matters to be discussed.

- 72. The quorum for Trustee Board meetings shall be at least one third of the members of the Trustee Board, or three members of the Trustee Board, whichever number is greater.
- 73. Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the chair of the meeting shall have a second or casting vote.
- 74. The continuing Trustees or a sole continuing Trustee may act despite any vacancies in their number but, if there are fewer than three Trustees, they may act for the purpose of increasing the number of Trustees to that number or of summoning a general meeting of the Charity but for no other purpose.
- 75. All acts done by a meeting of Trustees, or of a committee of Trustees, or by a person acting as a Trustee shall, even if afterwards discovered that there was a defect in the appointment of any Trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a Trustee and had been entitled to vote.
- 76. A resolution in writing signed by at least seventy five percent of the Trustees or committee members entitled to vote on the matter shall be as valid and effectual as if it had been passed at a meeting of Trustees or (as the case may be) a committee of Trustees duly convened and held and may consist of several documents in the like form each signed by one or more Trustees or (as the case may be) committee members. The date of a written resolution shall be the date on which the last person entitled to vote signs.
- 77. A resolution which is approved by email in accordance with this Article shall be as valid and effectual as if it had been passed at a Trustees' meeting duly convened and held, provided the following conditions are complied with:
- 77.1 such a resolution must be approved by email by at least seventyfive percent of the Trustees entitled to vote on the matter;

- 77.2 approval must be received by such person as the Trustees shall have nominated in advance for that purpose ("the Recipient"), which person may, for the avoidance of doubt, be one of the Trustees;
- 77.3 approval from a Trustee must be sent from an email address previously notified in writing (not using electronic means) by that Trustee to the Charity as intended for use by that Trustee for the purpose;
- 77.4 following receipt of sufficient responses on any resolution, the Recipient shall circulate a further email to all of the Trustees confirming whether the resolution has been formally approved by the Trustees in accordance with this Article;
- 77.5. the date of a resolution shall be the date of the email from the Recipient confirming formal approval.
- 78. A meeting of the Trustees may be held either in person or by suitable alternative means agreed between the Trustees in which all participants may communicate simultaneously with all other participants.

#### **Conflicts of Interest**

- 79. Whenever a Trustee finds himself or herself in a situation that is reasonably likely to give rise to a Conflict of Interest, he or she must declare his or her interest to the Trustees unless, or except to the extent that, the other Trustees are or ought reasonably to be aware of it already.
- 80. Whenever a matter is to be discussed at a meeting or decided in accordance with Articles 76 or 77 and a Trustee has a Conflict of Interest in respect of that matter then, subject to Article 82, he or she must:
- 80.1 remain only for such part of the meeting as in the view of the other Trustees is necessary to inform the debate,
- 80.2 not be counted in the quorum for that part of the meeting; and
- 80.3 withdraw during the vote and have no vote on the matter.
- 81. If any question arises as to whether a Trustee has a Conflict of Interest, the question shall be decided by a majority decision of the other Trustees.

#### Trustees' power to authorise a Conflict of Interest

82. The Trustees may (subject to such terms as they may impose from

time to time, and subject always to their right to vary or terminate such authorisation) authorise, to the fullest extent permitted by law:

- 82.1 any matter which would otherwise result in a Trustee infringing his or her duty to avoid a situation in which he or she has a Conflict of Interest; and
- 82.2 the manner in which a Conflict of Interest arising out of any Trustee's office, employment or position may be dealt with. For the avoidance of doubt, Trustees may decide that the Trustee with a Conflict of Interest may participate in the meeting, count in the quorum and vote on the matter provided that when deciding to give such authorisation the provisions of Article 80 shall be complied with;

provided that nothing in this Article 82 shall have the effect of allowing the Trustees to authorise a benefit that is not permitted in accordance with Article 4.

- 83. If a matter, or office, employment or position, has been authorised by the Trustees in accordance with Article 82 then the Trustee may absent himself or herself from meetings of the Trustees at which anything relating to that matter, or that office, employment or position, will or may be discussed
- 84. A Trustee shall not be accountable to the Charity for any benefit which he or she derives from any matter, or from any office, employment or position, which has been authorised by the Trustees in accordance with Article 82 (subject to any limits or conditions to which such approval was subject
- 85. When a Trustee has a Conflict of Interest which he or she has declared to the Trustees, he or she shall not be in breach of his or her duties to the Charity by withholding confidential information from the Charity if to disclose it would result in a breach of any other duty or obligation of confidence owed by him or her.

#### **Citizens Advice**

- 86. The Charity shall be a member of Citizens Advice and must conform to its membership requirements and to its aims, principles and policies.
- 87. The Charity and its Trustees shall operate within an equal opportunities framework to achieve its objects and when exercising their powers.

#### **Bank accounts**

88. The funds of the Charity, including all donations, contributions and bequests shall be paid into an account operated by the Trustee Board in the name of the Charity at such bank as the Trustee Board shall from time to time decide.

#### **Secretary**

89. Any Secretary appointed by the Trustees may be appointed for such term at such remuneration and upon such conditions as they may think fit and may be removed by them.

#### **Minutes**

- 90. The Trustees shall ensure minutes are made in books kept for the purpose or electronically (and may appoint a minutes secretary for this purpose):-
- 90.1 of all appointments of officers made by the Trustees; and
- 90.2 of all proceedings at meetings of the Charity and of the Trustees, and of committees of Trustees, including the names of the Trustees present at each such meeting;

and any such minute, if purported to be signed by the chair of the meeting at which the proceedings were held, or by the chair of the next succeeding meeting, shall be sufficient evidence of the proceedings.

#### **Accounts and reports**

91. The members may in general meeting impose reasonable restrictions as to the time at which and the manner in which the statutory books and accounting records of the Charity may be inspected by the members; but subject thereto the statutory books and accounting records shall be open to inspection by the members during usual business hours

#### **Annual Return**

92. The Trustee Board shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return which must be sent to the Charity Commission

#### **Annual Report**

93. The Trustee Board shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of

that Act) with regard to the preparation of an annual report which must be sent to the Charity Commission.

#### **Accounts**

- 94. The Trustee Board shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:
- 94.1 the keeping of accounting records for the Charity;
- 94. the preparation of annual statements of account for the Charity;
- 94.3 the auditing or independent examination of the statements of account of the Charity;
- 94 4 the transmission of the statements of account of the Charity to the Charity Commission.

#### Communications by and to the Charity

- 95. The following provisions shall apply to communications by and to the Charity:
- 95.1 a document or information (including any notice) to be given, sent or supplied by or to any person pursuant to the Articles may be given, sent or supplied in hard copy form, in electronic form or (in the case of communications by the Charity) by making it available on a website;
- 95.2 a document or information (including any notice) may only be given, sent or supplied in electronic form where the recipient has agreed (generally or specifically) that the document or information may be sent in that form and has not revoked that agreement; and
- 95.3 a document or information (including any notice) may only be given, sent or supplied by being made available on a website if the recipient has agreed (generally or specifically) that the document or information may be sent or supplied in that manner, or if the recipient is deemed to have agreed in accordance with the Companies Acts.
- 96. Without prejudice to the provisions of the Companies Acts, any document or information (including any notice) sent to a member pursuant to the Articles may (as appropriate) be sent to the address as shown in the Charity's register of members (or in the case of documents or information sent by electronic means) to an address specified for the purpose by the member.
- 97. Any document to be served on the Charity or by any member on

- any officer of the Charity under the Articles may only be served:
- 97.1 in the case of documents in hard copy form, by sending or delivering them to the Office or delivering them personally to the officer in question; and
- 97.2 in the case of documents in electronic form, by sending them by electronic means:
  - 97.2.1 to an address notified to the members for that purpose; and
  - 97.2.2 from an address previously notified to the Charity by the member (other than by electronic means) for the purpose of sending and receiving documents and information.
- 98. A member present in person or by proxy at any meeting of the Charity shall be deemed to have received notice of the meeting and, where requisite, of the purpose for which it was called.
- 99. In relation to documents or information sent or supplied in accordance with the Articles:
- 99.1 where the document or information is sent or supplied by post, service or delivery shall be deemed to be effected at the expiration of 48 hours after the envelope containing it was posted. In proving such service or delivery it shall be sufficient to prove that such cover was properly addressed and posted;
- 99.2 where the document or information is sent or supplied by electronic means to an address specified for the purpose by the intended recipient, service or delivery shall be deemed to be effected on the same day on which it is sent or supplied. In proving such service it will be sufficient to prove that it was properly addressed;
- 99.3 where the document or information is sent or supplied by means of a website, service or delivery shall be deemed to be effected when:-
  - (a) the material is first made available on the website; or
  - (b) (if later) when the recipient received or is deemed to have received notification of the fact that the material was available on the website.
- 100. Without prejudice to Article 99, if any document or information has been sent or supplied by electronic means and the sender becomes aware of a failure in delivery (and subsequent attempts to send or supply such documents or information by electronic means also

- result in failure in delivery) the sender shall either:
- 100 1 send or supply a hard copy of such document to the intended recipient, or
- 100.2(where applicable) give notice to such recipient in hard copy form of the availability of the documents or information on a website in accordance with the Companies Acts.

#### **Indemnity**

- 101. To the extent permitted by the Companies Acts:
- 101 1 without prejudice to any indemnity to which a Trustee may otherwise be entitled, every Trustee of the Charity shall be indemnified out of the assets of the Charity in relation to any liability incurred by him or her in that capacity; and
- 101.2 every other officer of the Charity may be indemnified out of the assets of the Charity in relation to any liability incurred by him or her in that capacity.

#### Trustees' indemnity insurance

102. The Trustees shall have power to resolve pursuant to Article 3.21 to effect trustees' indemnity insurance, despite their interest in such policy.

#### **Amendment**

103. The Articles may be amended in accordance with the Companies Acts and the Charities Act 1993 (or any statutory re-enactment or modification of those Acts) provided that no amendment shall be made which is inconsistent with the written policies of Citizens Advice.

#### Dissolution

104. If any property remains after the Charity has been wound up or dissolved and all debts and liabilities have been satisfied, it shall not be paid to or distributed among the members of the Charity. It shall instead be given or transferred to some other institution or institutions established for exclusively charitable purposes having similar objects to those of the Charity. The institution or institutions which are to benefit may be chosen by the members of the Charity or, subject to any such resolution of the members, by resolution of the Trustees at or before the time of winding up or dissolution. A copy of the statement of accounts, or account and statement for the

final accounting period of the Charity must be sent to the Charity Commission.

#### **Exclusion of model articles**

105. The relevant model articles for a company limited by guarantee are hereby excluded

#### **SCHEDULE**

#### Interpretation

Term	Meaning
"address"	includes a number or address used for the purposes of sending or receiving documents and information by electronic means
"Artıcles"	these Articles of Association of the Charity
"Citizens Advice"	
"clear days"	in relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect and for the avoidance of doubt clear days include weekends and public holidays
"Charity"	Rural Cambs Citizens Advice Bureau Ltd
"Companies Acts"	has the meaning given to it in section 2 of the Companies Act 2006

"Conflict of Interest"	any direct or indirect interest of a Trustee (whether personal, by virtue of a duty of loyalty to another organisation or otherwise) that conflicts, or might conflict with the interests of the Charity
"electronic form" and  "electronic means"	have the meanings respectively ascribed to them in the Companies Act 2006
"hard copy" and "hard copy form"	have the meanings respectively ascribed to them in the Companies Act 2006
"Memorandum"	the Memorandum of Association of the Charity
"Office"	the registered office of the Charity
"Secretary"	any company secretary of the Charity including any joint or assistant company secretary
"Trustee and Trustees"	the director and directors as defined in the Companies Acts

Unless the context otherwise requires, words or expressions contained in the Articles bear the same meaning as in the Companies Acts, but excluding any statutory modification not in force when the Articles became binding on the Charity.

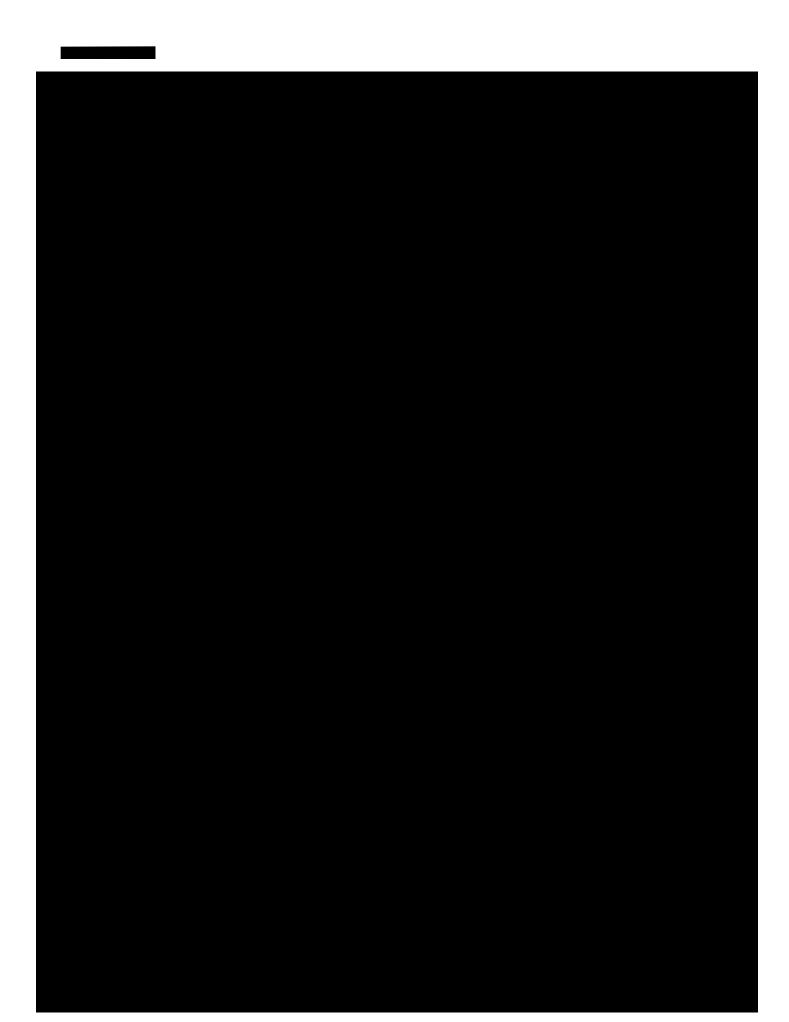
## Names, Addresses and Signatures of Subscribers













FINANCIAL STATEMENTS
FOR YEAR ENDED 31st MARCH 2022

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#### REPORT OF THE DIRECTORS AND TRUSTEES

The Trustees, who are also the Directors for the purpose of Company Law, present their annual report and the audited financial statements for Rural Cambs Citizens Advice Bureau Ltd ("the Charity") for the year ended 31st March 2022.

The financial statements comply with the Charities Act 2011, the Companies Act 2006, the Memorandum and Articles of Association, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their account in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1st January 2019).

### Reference and Administration Details

Charity name:
Operating name: Charity registration no: Company registration n Financial conduct authoregistration no:
Registered office:
Telephone: Email: Website:
Key management personnel:
Company secretary: Bankers:
Auditors:

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

The following people serve as Directors/Trustees of the Charity:

Directors /Trustees	Role	Appointed	Elected/Re- elected	Resigned
Mrs. J D Wilson	Trustee		12/12/2018	31/07/2021
Mr. M Mealing	Chair	03/05/2018 Appointed Chair 11/06/2019	09/12/2021	
Mr. K J Woodward	Trustee	01/02/2020	26/11/2020	09/12/2021
Mr. C Palmer	Deputy Chair	02/04/2020	26/11/2020	07/06/2022
Mr. W Grieve	Treasurer	03/11/2020	26/11/2020	
Mr. L. Barber	Trustee	27/09/2021	09/12/2021	

\*Mrs. P Firth - Company Secretary (as a non-trustee)

#### Structure, Governance and Management

#### **Governing Document and Constitution**

Rural Cambs Citizens Advice Bureau Ltd is a Registered Charity and a Company Limited by Guarantee. The maximum liability of each member is limited to £1. At 31st March 2022, the Charity had sixteen members (2021 twenty-one members).

The Charity was incorporated as a Company Limited by Guarantee on 1st February 2012 and registered as a charity on 7th March 2012.

The Charity was incorporated under a Memorandum of Association, which established the objectives and powers of the charitable company and is governed under its Articles of Association. Each principal member of the organisation is, therefore, a member of the Charity and has a right to attend and vote at company general meetings. Members support the organisation by volunteering their services free.

The Charity is independent, and is one of three Citizens Advice local centres in Cambridgeshire and covers, Fenland and Huntingdonshire, serving a population of approximately 279,000 residents.

#### Recruitment and Appointment to Board of Trustees

Trustees, who are also Directors of the Charity, are recruited and elected from the local community. In maintaining its independence, the Trustee Board ("Board") is responsible for ensuring no other persons or external organisations are entitled to appoint persons to the Board.

The maximum number of Trustees is fifteen and the minimum number is three. All elected Trustees shall retire from office at the third Annual General Meeting following their election or appointment respectively but may be re-elected for a further three-year term, with a six-year restriction applying only to the post of Chair, Vice-Chair and Treasurer. Board members are elected for their knowledge and/or expertise and each has a specific executive responsibility.

#### **REPORT OF THE DIRECTORS AND TRUSTEES - Continued**

In addition to the above Trustees, the following attend the Board Meetings as non-voting members:

- Mr. N Blencowe (Chief Officer)
- Mrs. H Spriggs (Deputy Chief Officer)
- Mrs. P Firth (Company Secretary)
- Mrs. K Drewry (Chief Financial Officer)
- Ms. R Ford (Minute taker)

#### Induction and Training of New Members of the Board

New members of the Board are provided with information about the service's governance, the responsibilities of company directors and charity trustees, an invitation to a Citizens Advice Trustee Induction Day and are appointed a mentor from among the Board. As a part of the induction, new Trustees are required to sign a code of conduct in carrying out their responsibilities in the best interests of the Charity. It is generally the case that new members are already aware of the activities and aims of the service.

#### Organisational Structure and Decision Making

The Charity is governed by its Board, which is responsible for setting the strategic direction of the organisation and the policy of the Charity. The Board carry the ultimate responsibility for the conduct of the Charity and for ensuring the Charity satisfies its legal and contractual obligations.

The Board meets at least six times a year. In between meetings, matters requiring the Board's authorisation are dealt with by email and/or telephone and then ratified and Minuted at its next meeting.

The Board is independent from management. A register of members' interests is maintained at the registered office, and is available to the public.

A Finance Panel, which meets regularly, is responsible for helping the Chief Officer to resource new funding and scrutinising service level agreements, contracts and bids and risk.

The organisation's Chief Officer, Mr N Blencowe is responsible to the Board for:

- Management, development and strategic planning
- Vision and leadership in the continuing development of the Charity
- Serving and advising the Board in carrying out their responsibilities, in maintaining an overview of the organisation and in making appropriate strategic, policy and financial decisions.

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

#### **Relationships with Related Parties**

The Charity is a member of 'National Citizens Advice', the operating name of the National Association of Citizens Advice Bureau, which provides a framework for standards of advice and casework management as well as monitoring progress against these standards. Operating policies are independently determined by the Board in order to fulfil its charitable objects and comply with the national membership requirements.

The Charity also co-operates and liaises with a number of other advisory services, local charities and the County and District Councils on behalf of clients. The Charity's principal sources of funds include National Citizens Advice negotiated contracts for "Help to Claim" (contract ended 31st March 2022) and the "Money and Pensions Service" and the District Councils of Fenland and Huntingdonshire during 2021/22.

#### **Management Staff Remuneration Policy**

The Trustees consider the Board and the Senior Leadership Team are the key management personnel of the Charity in charge of directing and controlling, running and operating the Charity on a day-to-day basis. All Trustees give their time freely and no Trustee receives any remuneration in the year. Details of Trustees expenses are disclosed in note 7 of the accounts.

The pay of the Senior Leadership Team is reviewed annually. The Trustees are able to benchmark this against pay levels in other local Citizens Advice centres of a similar size.

#### **Major Risks**

The Trustees have worked on a Risk Management Strategy and a Risk Register was agreed by the Board. The Trustees recognise that any major risks to which the Charity is exposed need to be reviewed and policies, procedures and systems put in place to mitigate those risks.

Any interruption to the service is managed by developing and implementing a successful recovery plan that involves, working with National 'Citizens Advice', staff and volunteers from neighbouring services and the Charity's partners.

Financial risk to the business which would result in a loss of significant funding is kept under review by the Finance Panel, which includes the Chief Officer, the Chief Financial Officer, a member of the Trustee Board and is chaired by the Chair of Trustees or the Treasurer. The panel looks at diversity of funding for the future, efficiency and other cost saving measures.

#### **Objectives and Activities**

#### Mission Statement

The Citizens Advice service gives people the knowledge and confidence they need to find their way forward, whoever they are and whatever their problem. Our advice is free, independent, confidential and impartial. We value diversity, promote equality and challenge discrimination.

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

#### The Charity's Vision

Our Vision is to be the advice deliverer and strategic partner of choice in, rural Cambridgeshire by providing a high quality and sustainable service to people who need advice in the most efficient, accessible way as well as effective partnership for other stakeholders.

Advice will be provided in a number of ways including digital media, telephone, 'face to face' and information leaflets. It will include generalist advice, specialist advice and, in some instances, case work. Advice may be provided by us or an approved partner organisation with the relevant specialist knowledge or experience.

During the last year CARC developed its service at the Digital Contact Centre, which is now the heart of our business. We will continue to develop a hub and spoke service around our Digital Contact Centre to ensure we are able to meet a client's needs, and allow us to offer both face to face, and telephone appointments ensuring the most appropriate channel for the clients is provided.

#### **Charitable Objects**

The Charity's objects are to promote any charitable purpose for the public benefit by the advancement of education, the protection and preservation of health and the relief of poverty, sickness and distress, in particular, but without limitation, for the benefit of the community in Cambridgeshire and surrounding areas.

#### Main objectives for 2022/23

Our primary focus for the next 3 years is to secure resilient services, across a range of channels, which provide the information, advice and support needed by local people through a focus on:

- Secure additional funding to be able to continue providing high quality services to the Rural Cambs communities
- further developing our high performing Digital Contact Centre
- building effective strategic and operational partnerships and alliances to secure sustainable services
- remaining responsive, open and adaptive
- Advancing equity, diversity and inclusivity in the services that we provide to local communities.

#### Strategies for Achieving Objectives for 2022/23

- Keep under constant review the service delivery model to ensure our clients are served in the most efficient and effective way possible with the funding limits we receive.
- Continued development and enhancement of the CARC Contact Centre capability.
- Focus on relationship management, communications, research and development aspects with principal funders and other partner organisations.

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

- Review and adapt our structures and processes to ensure they met the changing needs of our clients by formal 1:1's and appraisals with all staff and volunteers including Away Days
- Recruitment of staff and volunteers to ensure that we can meet the development and growth of the Digital Contact Centre.
- Maintain the standards of Governance

The Board continues to review the future strategy of The Charity:

- Financial budgeting is in place with the production of quarterly management accounts and monthly review meetings enabling the Board to monitor and manage its resources and fund balances
- Identifying the continuing need for general funds to finance the day to day running of the Charity and of being able to fund important projects that respond to changing needs
- To obtaining the necessary funding to provide the additional services.
   Applications to be made to various local and national providers of community finance
- Advertisements to be placed in the local press for advisory staff both as paid employees and volunteers, induction and training being provided to the extent that necessary knowledge and skills were not pre-existing.

#### **Public Benefit Required**

The Trustees have paid due regard to the Charity Commission's guidance on public benefit in deciding the activities undertaken by the local Citizens Advice during the year. The Trustees are satisfied that the information provided in the report and accounts meets the public benefit reporting requirements.

The principal activity of the Charity remains the provision of free, confidential, independent and impartial advice, information and counsel for members of the public. This is provided through the Digital Contact Centre and local offices and community locations, eg Libraries across rural Cambridgeshire

The majority of advice and support is provided through the Digital Contact Centre, however we do have a number of staff and volunteers working remotely at home as well as through a hybrid working arrangement.

In addition to generalist advice, the following specialist advisory services were provided:

- Debt Advice by IMA (Institute of Money Advice) advisors.
- Financial Capability support with budgeting and financial capability building client's confidence to manage their own money.
- Energy Advice
- Benefit Advice

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

Employment

All advisory services were provided through face-to-face consultations, telephone advice lines and outreach services at community hubs throughout the area.

#### Contribution of Volunteers

The Charity relies on volunteers to achieve its aims and objectives and to work under the supervision of its paid staff. Volunteers are involved in the provision of advice, fundraising, marketing, finance, governance and administration.

Our volunteer pool of 42 volunteers, including the trustees, contributed approximately 14,102 (ONS Earnings ASHE) hours of work to the local community through the Charity during the year.

We estimate the value of this help to be approximately ASHE) in respect of the current year.



#### Achievements and Performance

CARC is an independent general advice service within Fenland and Huntingdonshire, which is able to offer quality assured advice across a full range of issues. Our scope covers the full range of Citizens Advice subject areas including benefits, debt, housing, employment, consumer, family, legal, immigration, health and education.

All our services are provided by our fully trained and dedicated volunteers, staff and specialist caseworkers, meeting the Advice Quality Standard (AQS).

2021/22 has been a challenging and tough year for many organisations, and we are very proud of the work CARC has achieved during this period.

Below are a few of our key highlights from the year:

- Successfully re-opened face-to-face services at a number of locations across rural Cambridgeshire.
- Expanded our offer through telephone advice appointments
- We helped 7,939 clients with 38,734 issues, which is only slightly less than
  the previous year which included clients from East Cambridgeshire (who
  decided to insource advice and ceased funding CARC). A fantastic
  achievement, and thank all our staff and volunteers for their dedication.
- We achieved over a in income gains for our clients.
- We successfully secured funding through Chatteris Town Council to provide a weekly face-to-face service for Chatteris residents
- Contributed to rebuild our reserves and to re-invest in our service in 2022/23
- Instigated a rolling replacement program for IT equipment
- Investment in the recruitment of paid staff following the loss of volunteers due to the pandemic.

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

- Successfully exceeding and delivering on the energy advice project, securing enhanced future funding
- Following the re-tendering of the Cambridgeshire Local Assistance Scheme Contract we yet again became a trusted partner, to provide information and advice under the scheme and to support clients with household essentials and emergency support for an additional 3 years.
- We successfully relocated our Wisbech office, due to the Lease expiring on our Church Mews premises, to the Queen Mary Centre, a local community centre in the heart of Wisbech.

Our Digital Contact Centre has continued to provide the backbone of our advice service to clients, growing its offer and reach allowing greater access to CARC's services. Our local Adviceline, a free phone service, is open Monday – Friday 9.30am – 3.30pm, supported by our other offices, remote staff and volunteers providing follow-on advice appointments (face to face or telephone) to clients with complex issues.

Our Universal Credit Help to Claim project came to a close due to a change of funding, our involvement in this project was highly successful and we remain a support to the national Universal Credit Help to Claim service.

During the year we continued to recruit new staff and volunteers to support our service and our training team spent time developing the training programme so they were able to interview and deliver the training via Zoom. This proved to be a successful way of training and allowed CARC to continue to contribute to the local economy by providing training opportunities for volunteers. During the year, a number of our trained volunteers have secured paid employment within CARC through our funded projects.

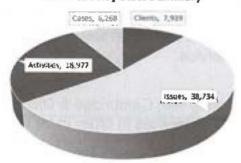
The Foodbank Project has built strong partnerships with Trussell Trust and local foodbanks leading to ongoing conversations about expanding and enhancing our current provision. This project enables us to support both the food banks and clients in need.

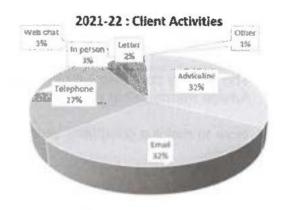
The project through our partnership with Cambridgeshire Acre supported extremely vulnerable and disengaged individuals living in Wisbech. This project has achieved many milestones including moving disengaged hard to reach clients to employment, training, improving their confidence enabling them to become a valued member in society

2021/22 has shown us that with the hard work and dedication of our staff and volunteers has enabled us to deliver a high quality advice service to those who need it during these unprecedented times.

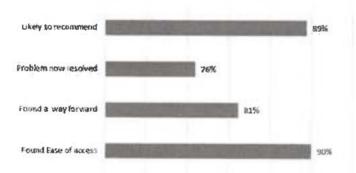
#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

2021-22: Key Stats Summary

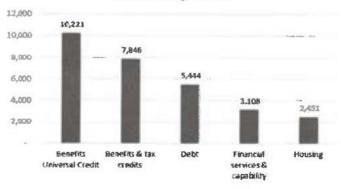




2021-22 Client Satisfaction Survey



2021-22 : Top 5 issues



#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

#### Factors Affecting the Achievement of Objectives

The Charity is well aware of the financial pressures experienced by its major funders, and in view of this is taking active measures to seek additional sources of funding for its services and looking at ways to deliver the service.

The Charity wishes to secure effective joint working with Cambridge & District Citizens Advice and Citizens Advice Peterborough services in order to be in a positon of sustainability and successful transition for the emerging local authority and public service changes which could include new commissioning opportunities under the combined mayoral authority.

#### Complaints

The Charity complies with the formal complaints procedure as set out by the Citizens Advice membership standards.

'How to make a complaint' posters and leaflets are clearly displayed in all the local offices.

CARC received 2 complaints during the 2021/22 and all were dealt with and resolved in a timely and professional manner.

The Charity understands its duty to protect the public, including vulnerable people, from unreasonably intrusive or persistent fundraising approaches, and undue pressure to donate but does not currently fundraise from the public or use any internal fundraisers or external fundraising agencies for either telephone or face-to-face campaigns and received no fundraising complaints during the year.

#### **Financial Review**



#### **Reserves Policy**

The Trustees Reserves policy is to aim to hold unrestricted reserves equivalent to the higher of:

- The Charities operating lease commitments and contingent liabilities, which amount to the redundancy costs were the Charity to close.
- Two and a half months of normal operating expenditure.

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

The Board reviews the financial position of the Charity at each Board meeting to ensure it can operate effectively within the level of reserves currently held.

#### **Principal Funding Sources**

The Trustees extend their gratitude to Fenland District Council, Huntingdonshire District Council, Chatteris Town Council, St Ives Town Council, St Neots Town Council, Wisbech Town Council, Whittlesey Town Council, National Citizens Advice and the Town and Parish Councils who continue to support the core operating capacity of the Charity. In addition, project specific funding was received from CHS Group and Cambridgeshire Acre, Clarion Futures, Arnold Clarke, Robert Hall Charity and The Hudson Foundation, Asda through Trussell Trust.

#### **Investment Policy**

The Charity does not currently hold material investments. Cash not required in the short term is held in a bank deposit account, which is considered by the Board to be the most suitable investment vehicle in which to safeguard funds.

#### The Future

Citizens Advice Rural Cambs, although a local charity aligns itself closely with and fully supports the principles of the National Citizens Advice, 'Future of Advice' strategy. Fully supporting and embracing the 5 focus areas which we will embed into our organisation over the next 3 years:

- Advice Continue to improve people's experience of our service, so that
  everyone leaves us with the knowledge and confidence they need to find a
  way forward.
- 2) Advocacy Be an even stronger voice on issues that matter most to people who need our help.
- 3) Technology Use technology to enable a positive experience for everyone, and free up resources to meet more demand.
- 4) Sustainability Underpin our future as a service by ensuring we take a collaborative, proactive approach and commercial approach to securing and maintaining funding.
- 5) Culture Be a collaborative, innovative and high-performing service that challenges discrimination and promotes equality, diversity and inclusion.

Supporting and aiding the National organisation to achieve its vision for 2022-23:

- Our service will be joined up
- We'll help you find a way forward, whatever your problem
- You'll get the level of support you need
- You know that we'll speak up for you

#### REPORT OF THE DIRECTORS AND TRUSTEES - Continued

These five strands fit with what we strive to achieve locally as an organisation and on a national scale.

#### STRATEGIC PRIORITIES

#### Introduction

There will always be a lot of major issues, initiatives and programmes underway at any one time and these will need to be prioritised and integrated to ensure that disruption of service to our clients is kept to a minimum and we actually deliver the desired outcomes.

**Sustainability and Funding** 

Realistically, we have to assume that traditional Core Funding will continue to be a struggle and thus we must sustain our strong relationships with our existing Public Sector Funders. In addition, we will try to develop wider support from non-traditional sources and continue to cultivate other project and service contract-based Funding opportunities where we have the capability and confidence to deliver.

#### Priorities for 2022-25

Our primary focus for the next 3 years is to secure resilient services, across a range of channels, which provide the information, advice and support needed by local people through a focus on:

- · further developing our high performing Digital Contact Centre
- building effective strategic and operational partnerships and alliances to secure sustainable services
- · remaining responsive, open and adaptive
- Advancing equity, diversity and inclusivity in the services that we provide to local communities.

#### Statement of Trustees' Responsibilities

#### Small company provisions

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small charitable companies.

The trustees (who are also the directors for the purpose of company law) are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the trustees to prepare financial statements for each financial year. Under that law the trustees must prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period.

In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- · make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue to operate.

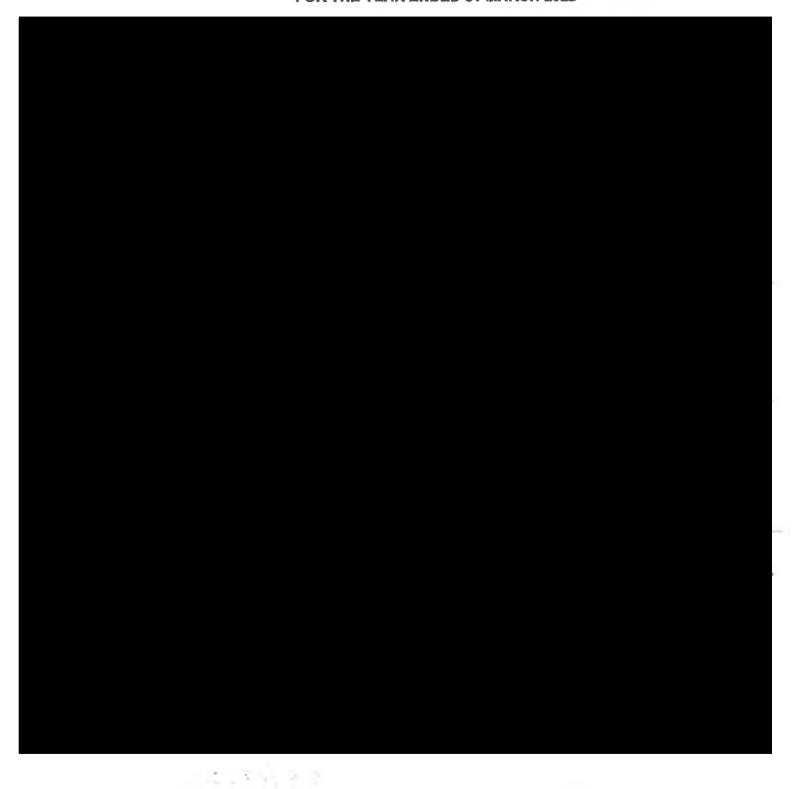
The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The trustees confirm that so far as they are aware, there is no relevant audit information (as defined by section 418(3) of the Companies Act 2006) of which the charitable company's auditors are unaware. They have taken all the steps that they ought to have taken as trustees in order to make themselves aware of any relevant audit information and to establish that the charitable company's auditors are aware of that information.

Approved by order of the board of trustees on and signed on its behalf by:

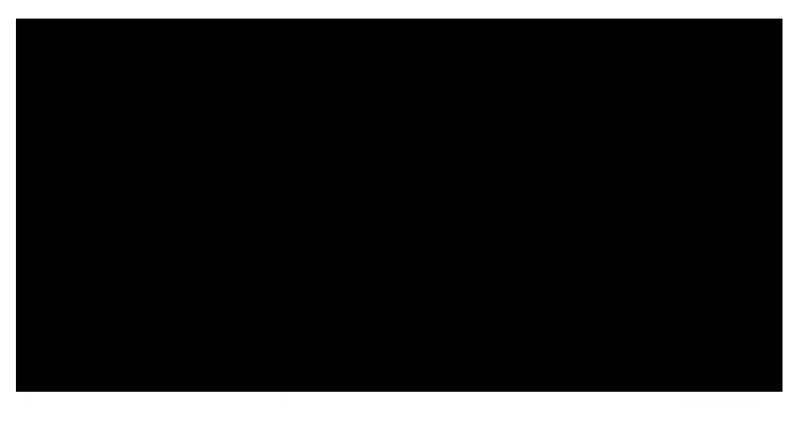
28/09/22

# STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING THE INCOME AND EXPENDITURE ACCOUNT) FOR THE YEAR ENDED 31 MARCH 2022





#### CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2022



The notes on pages 19 to 34 form part of these financial statements

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

#### 1. Accounting Policies

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

#### a) General information and basis of preparation

Rural Cambs Citizens Advice Bureau Ltd is a Registered Charity and a Limited Liability Company incorporated in England & Wales.

Registered Office: see page 2 Reference and Administration Details

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Charity meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

The financial statements are presented in pounds sterling, which is the functional currency of the Charity.

#### b) Income

Income is recognised when the Charity has entitlement to the funds, any performance conditions attached to the item(s) of income has been met, and it is probable that the income will be received and the amount can be measured reliably.

Grant income, whether 'capital' grants or 'revenue' grants, are recognised when the Charity has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received and the amount can be measured reliably and is not deferred.

Donations and other income are included at the point of confirmation of the income.

Interest receivable on funds held on deposit is included when receivable and the amount can be measured reliably by the Charity; this is normally upon notification of the interest paid or payable by the bank.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

When income has related expenditure (as with fund raising or contract income), the income and related expenditure are reported gross in the Statement of Financial Activities.

#### c) Expenditure

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. All expenditure is accounted for on an accruals basis.

#### d) Depreciation

All assets are capitalised at their historical cost when purchased.

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost on a straight-line basis over their expected useful economic lives as follows:

- Fixtures, Fittings & Equipment over 4 years
- Computer Equipment over 3 years

Assets are reviewed for any indications of impairment at each Balance Sheet date.

#### e) Intangible Income

No income is recognised for the services of volunteers in these accounts, except in the dialogue in the 'significant achievements' within the Trustees report.

#### f) Funds held by the Charity

The Charity's restricted funds relate to its specific projects, separately funded. Restrictions arise when specified by the grant issuing body or donor. Expenditure which meets these criteria is charged to the fund, together with a fair allocation of the costs of overall direction and administration of the Charity.

Where the donor does not specify a particular fund, donations are included in unrestricted funds which are used in accordance with the charitable objects at the discretion of the Board of Trustees.

Designated funds comprise unrestricted funds that have been set aside by the trustees for particular purposes.

The aim and use of each fund is set out in the notes to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

#### g) Pensions

The charities auto-enrolment date was 1 April 2018 and from that date the Charity has set up a defined contribution pension scheme operated by NEST for the staff.

#### h) Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Pre-payments are valued at the amount pre-paid net of any trade discounts due. Accrued income and tax recoverable is included at the best estimate of the amounts receivable at the Balance Sheet date.

#### i) Cash at bank and in hand

Cash at bank and cash in hand includes cash.

#### j) Creditors

Creditors are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors are normally recognised at their settlement amount after allowing for any trade discounts due.

#### k) Financial Instruments

The Charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

#### Operating leases

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

#### m) Taxation

The company is considered to pass the test set out in Paragraph 1 Schedule 6 of the Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the company is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

#### 2. Status

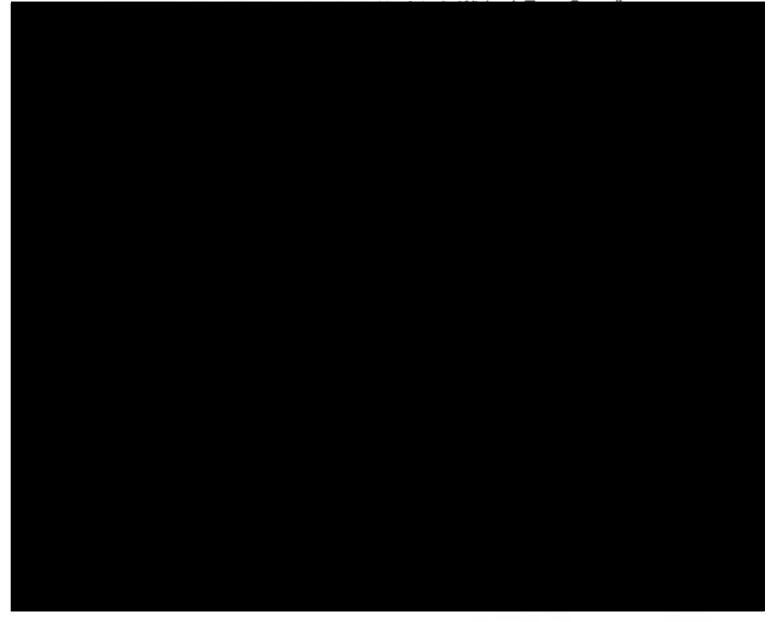
The Charity has no share capital being a Company Limited by Guarantee and is a Registered Charity. Each member in the event of a winding up guarantees to contribute a sum not exceeding There are currently sixteen members (2021: twenty-one members).

No one individual has control of the Charity.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

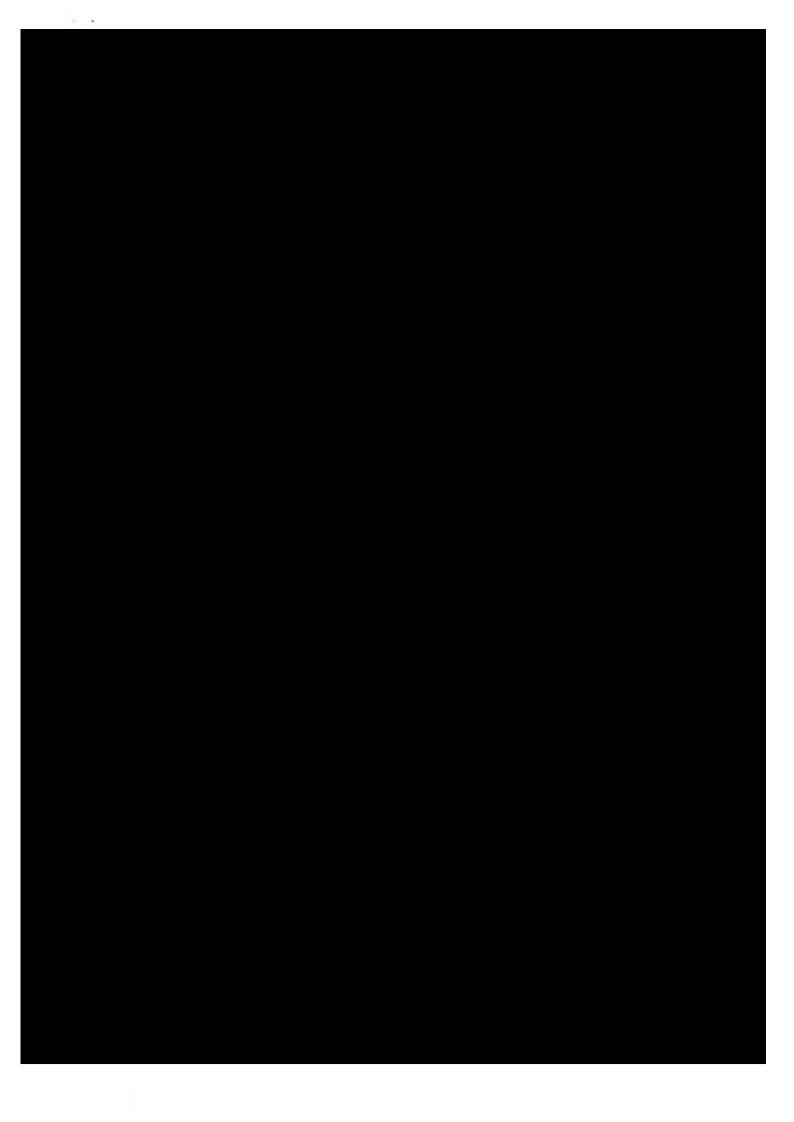
### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

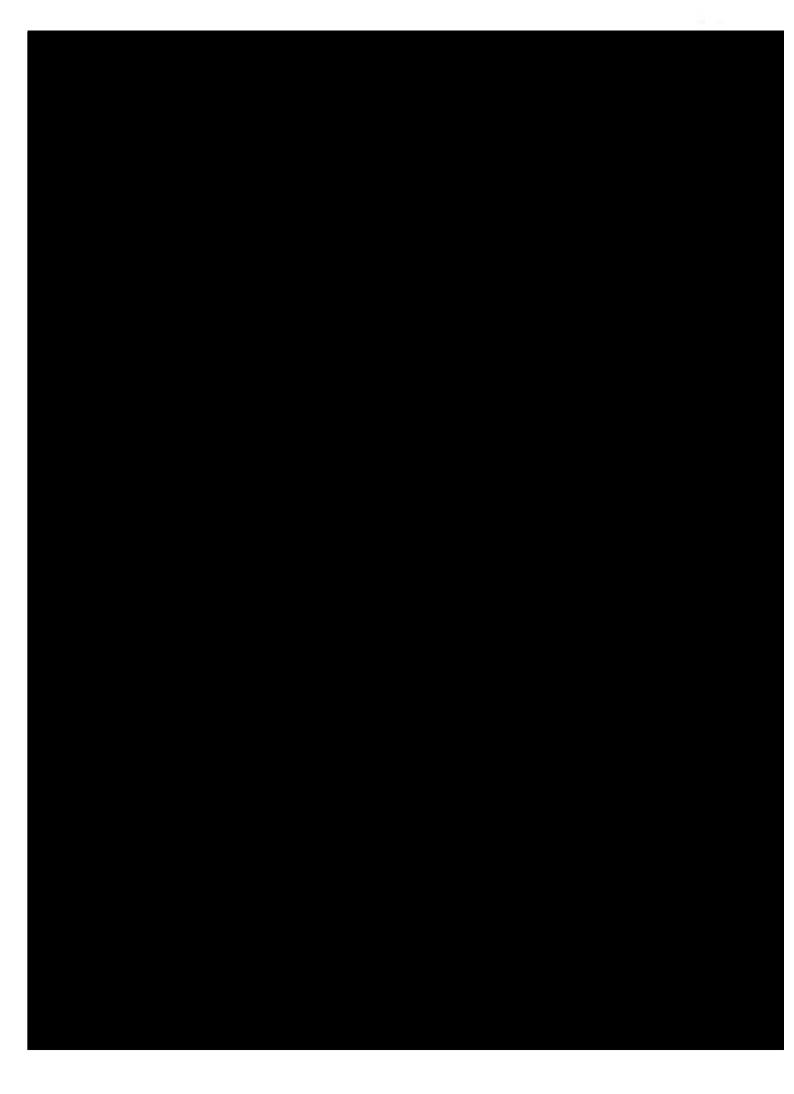
3. Donations and Legacies - continued







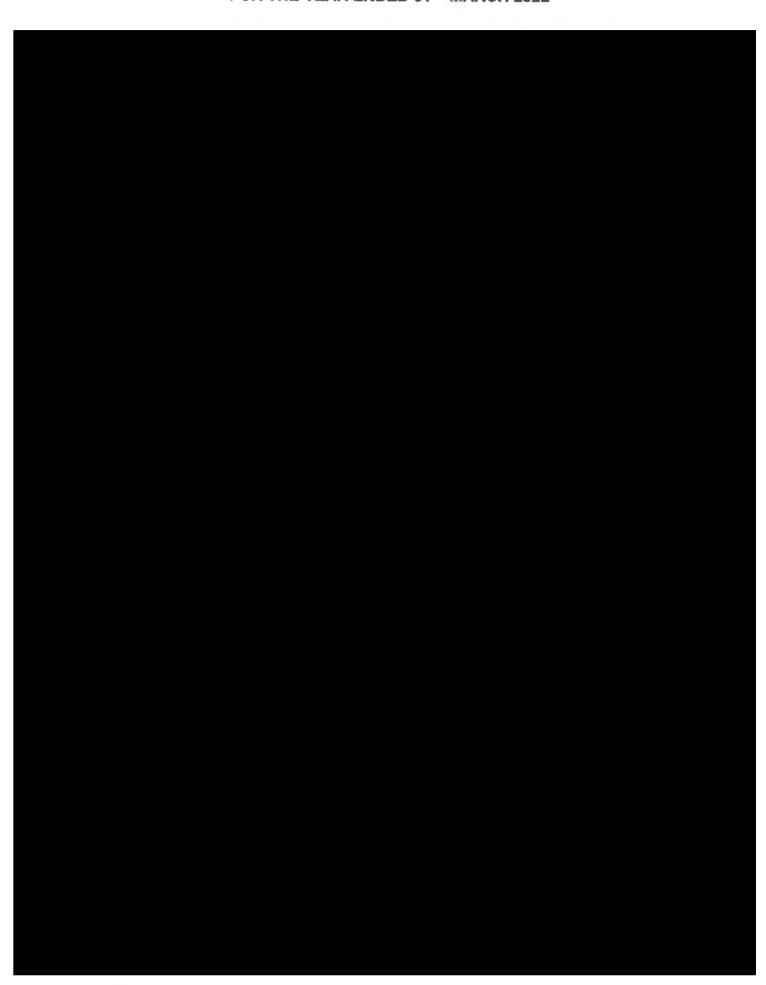




NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2022

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

#### 13. Restricted Funds: movement in the year - Continued

#### Purpose of Restricted Funds

#### Citizens Advice - Money and Pensions Service (MaPS)

Money advice service works with partners to make debt advice easier and quicker to access and to improve standards and quality across the sector.

#### Citizens Advice - Universal Support

The Help to Claim service supports clients in the early stages of a Universal Credit claim, from application through to first claim. The advisors can help clients for example, to gather evidence for their application or help them to prepare for their first lobcentre interview.

Cambridgeshire Acre - Wisbech Community Led Local Development (CLLD)
Help into Work Project to support clients to move closer to a working environment by
breaking down some of the barriers that have prevented them from seeking
employment, training and education.

#### Foodbank Project

This two-year project is funded through Trussell Trust by Asda. CARC is working in partnership with Cambridgeshire foodbanks to tackle underlying causes of poverty by providing advice, casework and budgeting support for people accessing foodbanks. Our advisers provide intensive support and make a real difference to the lives of people accessing foodbanks – successfully reducing their need for foodbank support and developing resilience in their lives. We work across Cambridgeshire supporting beneficiaries of the foodbanks in Ely, March, Chatteris, Godmanchester, Ramsey and St Neots.

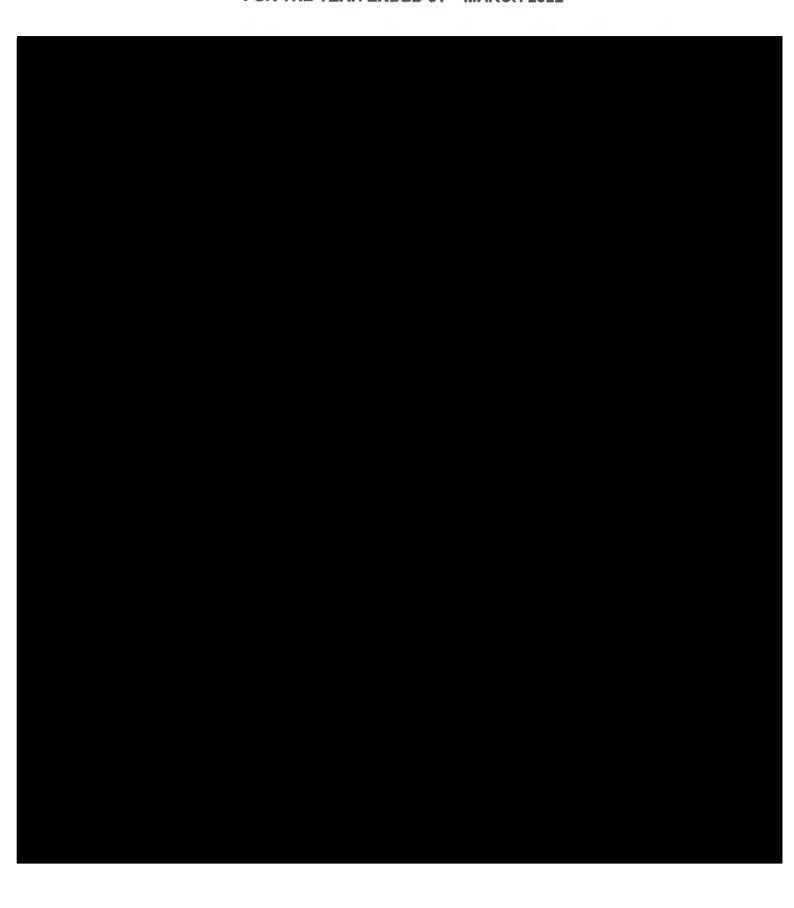
#### CHS Group - Building Better Opportunities (BBO)

Funded by the Lottery and the European Social Fund (ESF), this is a partnership project to build better opportunities for disadvantaged people across the Fenland area to deliver coaching and mentoring services to enable people to overcome financial issues, get on in life, and move towards the world of work.

#### National Lottery Community Fund - Coronavirus Debt Support

The Coronavirus pandemic has resulted in an increased number of clients becoming financially disadvantaged and in urgent need of help and support in particular with regards to debt and potential rent arrears. The project is an extension of our current offer of debt advice and support. The project provided and additional debt specialist worker for 15 hours per week for a period of six months.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

## 17. Reconciliation of net expenditure to net cash flow from operating activities

### Net income for the year

(as per the statement of financial activities)

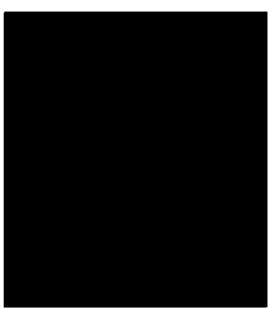
#### Adjustments for:-

Depreciation charges (Increase)/Decrease in Debtors Increase/(Decrease) in Creditors

Net cash used in operating activities

#### 18. Related party transactions

There were no related party transactions during the year.



## INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF RURAL CAMBS CITIZENS ADVICE BUREAU LTD

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RURAL CAMBS CITIZENS ADVICE BURFALL TO

#### **Opinion**

We have audited the financial statements of Rural Cambs Citizens Advice Bureau Ltd (the 'charitable company') for the year ended 31 March 2022 which comprise the Statement of Financial Activities, Balance Sheet Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2022 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the entity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

#### Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The trustees are responsible for the other

#### INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF RURAL CAMBS CITIZENS ADVICE BUREAU LTD

information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report, which includes the directors' report prepared for company law purposes, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

#### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees' were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the trustees' report and from the requirement to prepare a strategic report.

#### Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

## INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF RURAL CAMBS CITIZENS ADVICE BUREAU LTD

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, we considered the following: the nature of the industry and sector, control environment and business performance including the key drivers for remuneration; the Charity's own assessment of the risks that irregularities may occur either as a result of fraud or error; results of our enquiries of management; any matters we identified having obtained and reviewed the charity's documentation of their policies and procedures relating to identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance; detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud.

In common with all audits under ISAs (UK) we are also required to perform specific procedures to respond to the risk of management override. We also obtained an understanding of the legal and regulatory framework that the Charity operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act and tax legislation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

## INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF RURAL CAMBS CITIZENS ADVICE BUREAU LTD

#### Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose.

To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



## Minutes of CA Rural Cambridgeshire Virtual Annual General Meeting held via Zoom 9 December 2021

Present:

Michael Mealing (MM) (Chair), Chris Palmer (CP) (Deputy Chair), Bill Grieve (BG) (Treasurer), Margaret Coaster (Company Secretary), Keith Woodward (KW), Nick Blencowe (NB) (Chief Officer), Helen Spriggs (HS) (Deputy Chief Officer)

Members, Staff, Volunteers and other guests (see attached list).

#### Chair's Welcome

The Chairman welcomed those attending the AGM stating that due to changing rules the organisation was fortunate in being able to hold a virtual meeting via Zoom.

Although progress was made during the year under review, the COVID-19 pandemic distorted activities for the entire 12 months. 2020/21 began with the loss of core funding from East Cambs District Council, and because of the pandemic most members of staff began working from home. Consequently, the organisation started to restructure the ways it could support clients. In addition, the management team was restructured to be a more inclusive and structured team.

During the year there were a few changes to the Board itself. Jacquie Wilson, a founding Trustee Director, decided to step down after decades of service to Citizens Advice and sadly Keith Woodward decided to step down after two stints as a Trustee. However, the Board was strengthened with the appointment early in the year of Chris Palmer, now Deputy Chair and Bill Grieve as Treasurer.

Finally, he went on to express his heartfelt thanks to Nick Blencowe and all the people in his team and the volunteers for the tremendous and successful efforts over the last year.

#### Approval of Minutes of last AGM held on 26 November 2020

It was agreed by all present that last year's minutes reflected a true record and were duly approved.

#### **Chief Office Review of the Year**

Having circulated a Review of the Year prior to the meeting Nick Blencowe summarised as follows:-

Unsurprisingly the year has been dominated by the effects of COVID. The pandemic has affected how clients can contact us and how we can provide services to them. Almost overnight we switched from providing 41% of our advice service through face-to-face sessions to a fully remote provision.

The achievements below are just a few of the key highlights:-

Unique clients helped Client activities taking place Issues presented to us Income gains/maximisation Debts written off Grants and direct client support allocated 9,201 16,862 41,804

He expressed gratitude for the support received from Fenland District Council, Huntingdonshire District Council, Cambridge ACRE, Trussell Trust through ASDA for the Foodbank Project, CHS group for the Cambridgeshire Local Assistance Scheme (CLAS)

project and grants via Citizens Advice to help deliver national contracts on behalf of the DWP and Money and Pensions Service funded debt advice project (MaPSDAP).

There are immense challenges around the corner. Our contracts with MaPSDAP and Universal Credit Help to Claim are currently going through the recommissioning process, both will have changes in their delivery models. At the same time the CLAS project is being retendered by Cambridge County Council. The results of the three contracts being recommissioned are due to be announced in December. As you can see, this is a hugely thought-provoking and uncertain time which potentially will have huge impact on the shape and delivery of services.

All this sits alongside the changing landscape nationally, with energy prices rising at unprecedented rates, the end of the uplift for Universal Credit, the Furlough scheme ending, the rise in inflation rates and general costs of living increasing. This will inevitably lead to an increased demand in service, which is currently running at capacity.

CARC, as always, will step forward positively and with ambition in these testing times, ensuring we continue to provide the support and guidance to those who need our help.

#### **Treasurer's Report**

Bill Grieve presented the Treasurers Report.

The financial year 2020/21 was a successful year for CARC despite the challenges faced due to the loss of funding from East Cambs District Council and the COVID pandemic. CARC managed to increase its income and generate a surplus whilst supporting over 9,200 clients and securing income gains for them. We continued to build reserves toward our targeted level.

CARC cannot survive without the generous funding from our sponsors including the District Councils of Huntingdonshire and Fenland, the Town Councils of St Ives, St Neots and Whittlesey, the Trussell Trust, Cambridgeshire ACRE and CHS Group.

In the financial year ended 31 March 2021 CARC generated income an increase of 2.6% over the previous year. The loss of funding from East Cambs District Council was more than compensated by increases in funding from the Cambridgeshire Community Local Assistance Scheme (CLAS), Fenland District Council, the National Lottery Community Fund, Trussell Trust through ASDA for the Foodbank Project, and higher Grant Income.

For the year ended 31 March 2021, CARC generated Net Income of \_\_\_\_\_, which was lower than the previous year but allowed us to continue building our unrestricted financial reserves. At the end of the year our financial reserves stood at \_\_\_\_\_. CARC has a target of having reserves equal to two and a half months of operating expenditure which for the 2021/22 financial year equates to \_\_\_\_\_\_The Trustees aim to be within our targeted two and a half month's ratio within the next financial year through careful budgeting and identifying new areas of funding.

He expressed gratitude for the support from funders and stated that we would continue to look for additional funding to allow expansion of services and support for the communities of rural Cambridgeshire in these difficult and challenging times.

At the end of his report, he thanked Keith Woodward for all his help and support over the past year and wished him well for the future.

The Treasurer put forward the accounts for adoption.

There being no objections, the adoption of the accounts was carried unanimously.

#### **Reappointment of Auditors**

The Treasurer recommended to the AGM that Stephenson Smart be reappointed as Auditors.

There being no objections, the reappointment of Stephenson Smart was carried unanimously.

#### **Election of Trustees**

The Deputy Chair informed the meeting that there had been one Trustee co-opted onto the Board this year and was now seeking election.

Election to the Board of Leigh Barber was duly proposed by the Chair, Michael Mealing and seconded by Jacquie Wilson and was carried unanimously.

Re-election of Michael Mealing as Chairman was proposed by Trevor Evans and seconded by Peter Arch. He is duly re-elected and continues as Chair.

#### **Helen Spriggs, Deputy Chief Officer**

At this point the Chair introduced Helen Spriggs, Deputy Chief Officer, to say a few words.

Case Study Video presentation

#### **Chair's Closing Remarks**

In closing the Chairman thanked everyone for making the effort to attend and stressed how proud he was of the organisation. He said that the video showed the sort of organisation we were - a group of people helping other people

Before the meeting closed an ex-Chair of the organisation, Trevor Evans, expressed his appreciation and thanks to Nick Blencowe and his staff for leading the organisation so successfully in such difficult times.

Above Minutes approved at AGM held 30th November 2022



Michael Mealing Chair



#### Notes:

Only Clients with a valid postcode are reported in this Dashboard

- (1) Clients: represents the total number of unique clients with one or more casenotes in the period. This is the main "Client Helped" figure we use.
- (2) Activities/Channel: this includes multiple activities/channel per client (if applicable)