

## Institute of Cemetery & Crematorium Management

Report of the meeting of the board of directors held on 7<sup>th</sup> June 2010 at the National Office.

**Present:**

**Directors** – Martin Birch, Alan Till, Ian Quance, Bill Stanley, Alan Copeland

**Officers** – Tim Morris, Charles Ward

### 1. Opening of the Meeting

The Chairman opened the meeting at 10.30am. and confirmed that the meeting was primarily concerned with the revision of the Articles and ballot of the membership.

### 2. Apologies for Absence

Apologies had been received from David MacColl, Steve Brown and Ken Dry.

### 3. Declarations of Interest

None were made.

### 4. Minutes of the meeting held on 5<sup>th</sup> May 2010 and Matters Arising

The minutes were approved as a true record.

### Matters Arising

#### a) CAMEO Steering Group Meeting

The Chief Executive advised the board that the Institute could stand accused of being obstructive at the CAMEO Steering Group meeting due to take place on 9<sup>th</sup> June as no information had been received from its previous representative despite a number of emails dating back to November 2009 and a letter from the board. CAMEO had indicated that decisions are required at the afore mentioned meeting however the Chair and himself are instructed to take the role as observers only. On receipt of the minutes of the March meeting of the steering group it transpires that the previous representative attended at this with no referral to the board.

***It was agreed that:***

- (i) As the board had received no information from its previous representative the Institute's (new) representatives would be required to attend the next steering group meeting as non-voting observers in order to gather further information for a board decision.***
- (ii) The Chairman will write to Brendan Day, CAMEO Manager to inform him of the remit of ICCM representatives at the forth coming steering group meeting.***

#### b) DEFRA Burden Sharing Direction 2010

Directors discussed the document relating to England and the separate document relating to Wales and expressed surprise at the differential legislation.

***It was agreed that:***

***Members are advised to speak with their local regulator on this matter.***

### **c) BRAMM**

The Chief Executive provided those directors present with latest NAMM/BRAMM correspondence.

## **5. Articles of Association and Ballot of the Membership**

Directors discussed the amended articles and made some minor alterations.

The Chief Executive stated that he could not find reference to the Institute accepting retired members as directors as this had been present in the past. Although this was not clear in the previous articles he believed that it was a reference to a clause in the Companies Act 1985 with a statement simply stating that the said clause shall not apply to the Institute. He suggested that this be referred to the external company lawyer to ensure that retired members retain their right to stand for election.

**The board resolved to:**

**1. Accept the draft articles subject to referral back to the external company lawyer for update.**

**2. Pursuant to Article [35.10] it is resolved that the following motion which would come before the next annual general meeting shall instead be decided by a poll. The motion is:**

**'THAT the articles of association contained in the document attached to this resolution and marked 'A' be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association.'**

***It was agreed that:***

- (i) The chief Executive refers the amended document to the external company lawyer for update.***
- (ii) On receipt back, the document is to be circulated to directors for final comment.***
- (iii) The AGM agenda will be sent to the Institute's company solicitor to check the wording of the item regarding the declaration of the ballot result.***
- (iv) The AGM handbook, draft articles and ballot paper etc. will be circulated to members at the end of July with the closing date being prior to the AGM with result announced at the AGM as previously agreed.***

## **6. Other Business**

### **a) Portal – Assettrac Proposal**

Directors considered the latest proposal from Assettrac regarding the partnership working on the Portal.

Assettrac suggested that the Institute should contribute 50% of the £5200 design cost as this relates to similar arrangements for income sharing.

***It was agreed that:***

- (i) The proposal be accepted***
- (ii) Delegated authority be given to the Chief Executive to negotiate with Assettrac regarding the 50% of design costs and to agree should Assettrac not move on this matter.***
- (iii) The Company Solicitor drafts a partnership agreement to be agreed between parties.***

**b) COTS**

The Chief Executive informed the board that the COTS manager was negotiating with the contractor at a large authority for the training of 34 members of staff.

**c) Education**

The Chief Executive reported that a meeting has been arranged with SBS in order to progress the accredited qualification for administrators and revise assignment questions. The Chairman will also attend at this meeting.

**d) Foundation Degree**

The Chief Executive reported on the lack of response from Bath University and that he had contact details for another University.

**e) Date of next Meeting**

It was agreed that the next board meeting will take place at the National Office on 4<sup>th</sup> August to commence at 10.30am.

It was agreed by the members of the corporate committee present that a committee meeting will take place on 3<sup>rd</sup> August at the National Office to commence at 10.30.