

CRAWLEY TOWN CENTRE BID COMPANY LIMITED (THE "COMPANY" OR "CTC BID")
COMPANY NUMBER: 12058421

Minutes of a meeting (the "**Meeting**") of the directors held at Cross Keys House, 50-52 The Broadway, Crawley, RH10 1HB on 5 June 2024 at 2:30pm

DIRECTORS PRESENT: Paul Rolfe (**PRo**) (Chair)

Abigail Bowden (**AB**)

Nicola Cheek (**NCh**)

Luke Longley (**LL**)

Matt Tyson (**MT**)

Neil Cooper (**NC**)

Peter Rainier (**PRa**) (online)

OTHERS ATTENDING: Wendy Bell (**WB**) – CTC BID

Sam Murray (**SM**) – CTC BID

Atif Nawaz (**AN**) – representative Crawley Borough Council

Suzanne Holloway

Clem Smith

Lynne Hainge

Emma Bulleyment (EB) – EMW Law LLP

APOLOGIES: Simon Cuckow (**SC**)

1 QUORUM AND INTERESTED DIRECTORS

1.1 The Chair declared that due notice of the Meeting had been given to all board members (the "Board") and that a quorum was present.

1.2 Each of the Directors at the Meeting had declared all the interests that they held, directly or indirectly, in the matters to be discussed which they were required by statute, the Company's articles of association (the "Articles") or otherwise to disclose; and no Director was for any reason disqualified from voting at the Meeting or forming part of the quorum.

1.3 The Chair declared the Meeting open and presented apologies.

2 MINUTES AND MATTERS ARISING

2.1 It was agreed that the minutes of the previous meeting held on 8 May 2024 would be circulated to the Board together with the minutes of this Meeting for approval at a later date.

2.2 It was noted that the business of this Meeting was to cover action points arising from the previous meeting, including approval of the revised budget paper and the AGM.

Action points from previous meeting

2.3 It was reported that a copy of the letter prepared by EMW relating to a director who had been absent without permission for previous 12 months had been circulated to the Board in hard copy for review.

2.4 It was confirmed that the decision that the office of the absent director, having been absent for a 12 month period, be vacated had been approved by the Board at the previous meeting and noted that the Board were being asked to confirm whether they had any comments on the letter and not on the decision previously made.

2.5 There were minor suggestions made to the letter and confirmation that there had been a review of the attendance records of all directors. The Board resolved that, subject to those noted changes, the letter be approved and be sent to the relevant director.

3 AGM DATE AND LOCATION

3.1 It was noted that the BID was required to hold an annual general meeting ("**AGM**") in each year even if there was no formal business requiring members approval to be presented.

3.2 The Board discussed whether there were any resolutions to be proposed to members and it was agreed that there were none. It was noted that the annual accounts for the period ending 31 March 2023 would be presented to members, but further noted that members would need be required to approve the accounts.

3.3 It was agreed that the AGM would be held on Wednesday 10th July at 1pm at EMW's offices (being the registered office of the Company). The Board would present the accounts, but there was no other formal business, and no resolutions to be proposed. There would be a questions and answers session for members before the meeting was formally closed, and then members invited to remain for lunch and informal networking.

3.4 The formal content of the notice of AGM was approved as set out above and EMW instructed to prepare the final notice for circulation. WB was authorised and instructed to circulate the

notice of AGM to eligible members. It was noted that any member who had not paid their levy would not be eligible to receive notice or attend the AGM.

4 BUDGET

- 4.1 WB confirmed that following comments received at the previous meeting, the budget paper had been revised and circulated to the Board.
- 4.2 It was confirmed that the BID's running costs were stated at 21% subject to a board review as to whether the costs included had been allocated appropriately.
- 4.3 It was noted that clarity of the breakdown on other costs had been added in line with the Board's feedback. as per feedback
- 4.4 After due consideration and discussion, it was noted that the Board had no further questions or comments and the budget as presented was approved.

5 UPCOMING EVENTS

- 5.1 WB explained that the upcoming Make Music Day would highlight the Crawley leisure park stage, with world jazz musicians & others. It was noted that the event was running to plan and within budget. It was noted that the event also had sponsorship enabling the BID to deliver what amounted to a £17k event for £5k of BID money – providing good value for levy payers.
- 5.2 It was noted that the team had received great feedback from the Steam Punk event with the Museum having 300 visitors on the steam punk date.
- 5.3 There would be a wash up meeting on the 6 June for the BID team to review feedback/responses.
- 5.4 It was noted that the Working Management Group included representatives of levy payers, some of whom were not also board members. The main focus of the Group was on the communications side to grow awareness of events through engaging with schools, Facebook, community groups etc, and to determine the priorities of levy payers.
- 5.5 Attendance of these meetings was usually around 10 people being a cross-section of levy payers including KPMG, Natwest and Greenaways. It was noted that the Group wanted to attract attendance from smaller levy payers to increase engagement across all sectors of levy payer.
- 5.6 The first meeting of the Independent Business Network was scheduled for the following week. Funding officer from Crawley Borough Council was attending to discuss council grants for frontage, together with Susanna from PSP who would discuss cost savings. It was hoped that the Network would create a conduit between the Council and others that can help smaller business. Good feedback had been received so far and it was hoped that it would be a

successful meeting. The Board were asked if they could refer others to the working group – with the next focus group on 6 June if anyone may wish to attend.

6 ANY OTHER BUSINESS

6.1 The Chair explained that SC, the current vice-chair wished to remain on the Board but step down as vice-chair. The Chair asked that if anyone wished to take this position to speak to WB or PRo.

6.2 PRo explained that he enjoys being a director of the BID, but his other commitments means that he can struggle to attend some BID events and be as visible as the role demands. As such, PRo confirmed that he wished to step down as Chair ahead of the ballot for the second term and recommended that the Board appoint someone to this role who could be more involved, visible and able to devote sufficient time to the role. PRo confirmed that he would like to remain on the board as a director and would continue to act as Chair until a replacement was found and approved.

6.3 It was noted that training would be available for anyone who may be interested in either the vice-chair or chair role but who does not currently have this experience.

6.4 The directors were asked to consider if they would like to put themselves forward for either role, and also to consider whether an external appointment would be suitable.

6.5 PRo noted that the timing of any changes was ultimately a decision for the board. If a suitable candidate for chair was found ahead of the ballot and happy to guide the BID through the process, then PRo would be happy to stand down before the end of the term.

6.6 The Board thanked PRo for his hard work and commitment, noting that he had done a great job which had not always been easy.

6.7 It was also noted that the BID now had much improved governance procedures from when it started, with a company secretary, and expertise in place to assist and support the chair, vice-chair and board as a whole.

7 CLOSE

There was no further business, and the Chair declared the meeting closed.

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CHAIR