

Minutes of Alyth's Annual Meeting of Congregants

Sunday 23 January 2022

<p>1. Welcome from the President, Jon Epstein (JE)</p>	<p>President, Jon Epstein welcomed everyone to the 89th Annual Meeting of Alyth, formally known as the AGM.</p> <ul style="list-style-type: none"> - JE noted that we are meeting on Zoom again due to the pandemic <p><u>General information about online Meetings:</u></p> <ul style="list-style-type: none"> - He reminded members of the importance of Zoom etiquette. That being visible on screen is more sociable but if there is a lot going on around you during the meeting, by all means turn your camera off. - He explained that everyone will be muted during the presentation of the items on the agenda. - He asked everyone to use their name on the Zoom screen, rather than an unidentifiable screen name. - He reminded members how the meeting would run: <ul style="list-style-type: none"> o We will take questions after each agenda item. o To use the "Hands Up" function on Zoom as it moves you to the top left corner of the screen so you can be easily seen. We will look for people waving, but it can be easy to miss you. o We will not be using the "Chat" function during the meeting. o To please keep questions brief and to the point. o Voting will take place with an online poll. <p><u>Governance compliance for this meeting:</u></p> <ul style="list-style-type: none"> - JE went on to note that the meeting has been called under the auspices of the Articles of Association of the Incorporated Charitable Company. - We do have a record of attendees and ask that only paid-up members of the synagogue, who are over 18, exercise their right to vote on the resolutions. - Resolutions will be passed by a simple majority. - To be quorate, we need 25 Congregants to be present and able to vote. <p><u>Some information about this meeting:</u></p> <ul style="list-style-type: none"> - With the change in the financial year end, our annual meeting (that was what we called the AGM) will now take place in January (it was previously held in May). - This is the meeting at which we approve the Statutory Accounts and elect new lay leadership. The meeting to approve the Subscriptions will now take place in July to fit in with the budget year. This will be the established pattern going forward.
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	<p>- JE gave introductions as to who is on screen with him. They are: the Co-Chairs, Russell Baum and Noeleen Cohen; Rabbi Josh will join us on screen for the community update; Community Director, Adam is hosting the meeting and will manage the voting process. He will also be leading the discussion on the financial statements.</p> <p>JE noted that there were apologies from David Bloom, Alan Brudney and Fran Moscow</p> <p>JE declared that the meeting was quorate and introduced Rabbi Josh to give the D'var Torah.</p>
2. D'var Torah	Rabbi Josh gave the D'var Torah.
3. To Adopt the Trustees Report and Financial Statements for: a) Jan-May 2021 b) Jan-Aug 2021	<p>JE thanked Rabbi Josh and moved onto the next item of business which is: to adopt the 2021 Trustees Report and Financial Statements for the Unincorporated Charity and the Incorporated Charitable Company.</p> <p>JE explained that the Trustees have asked Adam Martin as the Community Director to present the accounts for the two entities. Adam is the professional who leads on the finance function of the Synagogue having done so for the past 3 years. There will be time after Adam's presentation for questions.</p> <p>AM gave a presentation about how the accounts process works, who prepares then and how there is Trustee oversight. He also presented an overview of the Accounts. As part of his presentation he assumed that congregants have read the Explanatory Note included with the papers</p> <p><u>Questions relating to the presentation:</u></p> <p>Brenda Freedman asked what the additional costs were to Alyth to use an external finance company.</p> <ul style="list-style-type: none"> - AM explained that it was actually a cost saving once taking into account all the changes in personnel and companies employed in preparing the various accounts. <p><u>Resolution:</u></p> <p>To adopt the Trustees Report and Annual Accounts for the Unincorporated Charity for the period 1 January to 31 May 2021.</p> <ul style="list-style-type: none"> - The resolution was proposed by: Noeleen Cohen - Seconded by: Robert Weiner <p><i>An online vote was taken and the resolution was approved. (For: 78, Against: 0, Abstentions: 1)</i></p> <p>JE confirmed that the Trustees Report and Accounts for the charity for the period January-May 2021 are approved and that they will now be issued in final format and filed with the Charities Commission.</p>

	<p><u>Resolution:</u> To adopt the Trustees Report and Annual Accounts for the Incorporated Charitable Company for the period 1 January to 31 August 2021.</p> <ul style="list-style-type: none"> - The resolution was proposed by: Russell Baum - Seconded by: Selina Gellert <p><i>An online vote was taken and the resolution was approved. (For: 76, Against: 0, Abstentions: 2)</i></p> <p>JE confirmed that the Trustees Report and Accounts for the Incorporated Charitable Company for the period January-August 2021 are approved and that they will now be issued in final format and filed with both the Charities Commission and Companies House.</p>
4. To re-appoint Nyman Libson Paul as auditors for the synagogue for 2021-22.	<p>JE moved onto the next item of business: to re-appoint Nyman Libson Paul as auditors for the synagogue for this financial year (2021-22).</p> <p><u>Resolution:</u> To re-appoint Nyman Libson Paul as auditors for the synagogue for the 2021-22 financial year.</p> <ul style="list-style-type: none"> - The resolution was proposed by: Russell Baum - Seconded by: Gary Lipman <p><i>An online vote was taken and the resolution was approved. (For: 75, Against: 0, Abstentions: 0)</i></p>
5. Community Update by Rabbi Josh Levy	<p>JE introduced Rabbi Josh who updated the community on what has been happening at Alyth since the previous General Meeting of Congregants and where we are as a community as we come out of the pandemic.</p> <p>JL ended by thanking Noeleen Cohen and Russell Baum</p>
6. A word from the retiring Co-Chairs: Noeleen Cohen & Russell Baum	<p>Russell Baum and Noeleen Cohen gave some words as they stepped down as Co-Chairs.</p>
7. Election of new Trustees & the Chair	<p>JE Thanked Noeleen and Russell for their years of service to the community</p> <p>JE explained that at the AGM in 2019, after consultation and review, the community approved new Articles and Rules and the introduction of an updated model of Governance for Alyth. Soon after the new Trustee Board had been constituted, the pandemic overtook our lives and what it meant to be a community. We have heard over the past two years, the important role that the Trustees played in navigating the challenges of the pandemic, working with Rabbi Josh, the Clergy and the Professional Team to keep us all safe and together as a community.</p>

There is nothing like a crisis to test the robustness of a process or model. The strong foundations on which decisions are made and the robustness of the decision-making process are a sign that our governance is in good order.

At the General Meeting to Approve Subscriptions in July last year, an extension to the terms of office of the existing trustees was approved and seven new trustees were welcomed onto the Board. They were appointed to fill vacancies or co-opted onto the Board following a recruitment process, overseen by an Interim Nominations Group which worked to identify new leaders as part of this transition as it was happening in the midst of the pandemic.

We are delighted that all seven trustees have agreed to put their names forward for formal election to the by the community today. And I would now like to turn to the formal election of new Trustees: Jeremy Baum, David Bloom, Terry Heymann, Corinna Hyman, Simone Proskewitz, Daniel Salem, Justin Wise

You will all have seen their biographies included with the papers. As a community we are blessed to have members who are not only willing to step up to lead, but who bring with them skills and knowledge that they are willing to share as they lead the community, and a commitment to Alyth. It is unusual for us to have as many new Trustees coming on to the Board at one time. This is a reflection of the unusual times we are in, and the incredible community that we are.

We will be voting to elect each of the new trustees individually and not as a slate. Please bear with us as we follow procedure and give each of them the k'vod of being elected to the Board.

Resolution:

In accordance with Articles 13.3.2 and 14.4, the following member is standing for election to the Trustee Board of the North Western Reform Synagogue (Company No. 12336110).

- Vote to elect: Jeremy Baum
 - The resolution was proposed by: Russell Baum
 - Seconded by: David Brown

An online vote was taken and the resolution was approved.

- Vote to elect: David Bloom
 - The resolution was proposed by: Noeleen Cohen
 - Seconded by: Caronne Graham

An online vote was taken and the resolution was approved.

- Vote to elect: Terry Heymann
 - The resolution was proposed by: David Brown
 - Seconded by: Noeleen Cohen

An online vote was taken and the resolution was approved.

- Vote to elect: Corinna Hyman
 - The resolution was proposed by: David Brown
 - Seconded by: Robert Weiner

An online vote was taken and the resolution was approved.

- Vote to elect: Simone Proskewitz
 - The resolution was proposed by: Carrone Graham
 - Seconded by: Julia Simmonds

An online vote was taken and the resolution was approved.

- Vote to elect: Daniel Salem
 - The resolution was proposed by: Russell Baum
 - Seconded by: Noeleen Cohen

An online vote was taken and the resolution was approved.

- Vote to elect: Justin Wise
 - The resolution was proposed by: Peter Backman
 - Seconded by: Andrew Gellert

An online vote was taken and the resolution was approved.

JE congratulated the new Trustees. Having elected new Trustees, from amongst them, Justin Wise has agreed to put his name forward to stand for election as Chair. JE went onto give a short introduction to Justin.

Resolution:

In accordance with Articles 13.3.1 and 14.4, having been duly elected as a trustee JUSTIN WISE is standing for election as Chair of the Board of Trustees of North Western Reform Synagogue (Company No. 12336110).

- The resolution was proposed by: Edward Gold
- Seconded by: Gary Lipman

An online vote was taken and the resolution was approved.

(For: 79, Against: 1, Abstentions: 1)

JE introduced Justin who said a few words of thanks and informed the community that Corinna Hyman and Nicky Minter-Green have agreed to be co-Vice Chairs.

<p>8. Election of President</p>	<p>JE explained that we are now moving onto the election of a President and a new Vice President and so he stepped down as chair of the meeting for the resolution relating to the President. JE hands over to: Ruth Smilg</p> <p>RS: I am delighted to be holding this item on the agenda. I am doing so in my capacity as a Vice President. As set out in the agenda, Jon is the serving President and, in accordance with the Rules, has agreed to stand again to serve a second two-year term as President. Before the resolution was voted on, RS said a few words about Jon.</p> <p><u>Resolution:</u> In accordance with Articles 13.3.3 and 21.1, and Rule 4.3.1, Jon Epstein has put his name forward to stand for election for a second, two-year term as the President of North Western Reform Synagogue (Company No. 12336110)</p> <ul style="list-style-type: none"> - The resolution was proposed by: Jeremy Baum - Seconded by: Andrew Gellert <p><i>An online vote was taken and the resolution was approved. (For: 78, Against: 0, Abstentions: 0)</i></p> <p>RS: Jon you have been duly elected for a second term as President, Mazel tov.</p> <p>RS handed back the chair to JE.</p>
<p>8. Election of a new Vice President</p>	<p>JE introduced the next resolution, the election of a new Vice President. As you know, Vice Presidents are elected for 3 years following retirement of the longest serving VP. Before the vote, Robert Weiner said a few words about the retiring Vice President, Robbie Jackman.</p> <p>JE informed the meeting that Loretta Cohn has agreed to put her name forward to stand for election as a Vice President. The Presidential team play an important role in supporting the President and the Chair and Trustees, and the Professional Team.</p> <p><u>Resolution:</u> In accordance with Articles 13.3.3 and 21.1, Loretta Cohn has put her name forward to stand for election as a Vice President of North Western Reform Synagogue (Company No. 12336110)</p> <ul style="list-style-type: none"> - The resolution was proposed by: John Cohen - Seconded by: Peter Backman <p><i>An online vote was taken and the resolution was approved. (For: 69, Against: 0, Abstentions: 2)</i></p>

9. Building Project Update	<p>JE: Introduced the final presentation of the morning which is an update on the building project. It is an exciting time for the community as we have completed the work that will enable us to stay in the building during construction.</p> <p>JE thanked Noeleen who will continue to hold the building project.</p> <p>JE handed over to NC who gave a presentation that included:</p> <ul style="list-style-type: none"> - how the building project is developing and the role of the Project Management Group - a video of the Enabling works which have now been completed - the design and tendering process - a update on the loan process and what future fundraising is required
10. AOB	<p>JE noted that no items of AOB had been submitted in advance of the meeting.</p> <p>AM noted that questions that were sent in during the meeting and had not been dealt with in the discussion, would be replied to after the meeting.</p>
11. Thanks and Close	<p>JE thanked AM for his support in running the online meeting and the wider Professional Team for their work throughout the year.</p> <p>JE thanked NC and RB for all their work in preparation and delivery of the meeting.</p> <p>JE thanked Rabbi Josh and the whole Clergy team.</p> <p>RB thanked JE for his chairing of the meeting and leadership of the community as President.</p> <p>The meeting ended at 12:08</p>