



Minutes from Annual General Meeting (30 June 2022)

This was a hybrid meeting, taking place on Zoom and at 153-157 Goswell Road, London, EC1V 7HD. All attendees chose to participate and vote remotely on Zoom.

1. Welcome

The meeting was called to order by the Network Chair, Dr. Márcia Balisciano (Chief Sustainability Officer, RELX), at 09:10.

2. Network Governance Matters

2.1. Quorum

- The Chair confirmed that the meeting was quorate.

2.2. Board of Trustees

- The Chair introduced herself and each of the Trustees on the Network Board:
 - Charlie Bronks, Head of Strategic Partnerships, Marketing & Communications, Crown Agents Bank.
 - Rachel Moseley, Director, Sustainability, London Stock Exchange Group.
 - Matt Sparkes, Head of Sustainability, Linklaters LLP.
 - Davide Stronati, Director of Sustainability, Nuclear Decommissioning Authority.
 - Anna Turrell, Head of Environment, Tesco plc.
- She also introduced the members of the Advisory Group.

2.3. Minutes of the Annual General Meeting held on 30 June 2021

- As this was a hybrid AGM, the Chair explained the electronic voting process.
- She then introduced the resolution to approve the minutes from the previous Annual General Meeting.

The Members approved the minutes of the AGM held in 2021:

Be it resolved that the minutes of the Annual General Meeting held on 30 June 2021 are approved.

2.4. Presentation of Ordinary Resolution to delegate authority to the Board to appoint an auditor

- The Chair introduced the first ordinary resolution:

The Members passed Ordinary Resolution #1: Delegate authority to the Board to appoint an auditor.

Be it resolved that the board of the Company shall be authorised to appoint auditors for the Company for the financial year from 1 January 2021 to 31 December 2021 and to fix the remuneration of the auditors.

2.5. Presentation of Ordinary Resolutions to appoint new Trustees

- The Chair introduced the Trustee candidates that had been nominated by the Board:
 - David Schofield, Sustainability Director, Aviva plc - David had joined the Board in September 2021 in accordance with Art 26.6 and 26.7 of the GCN UK Articles of Association, which allow the Board to co-opt a person eligible to fill a vacancy amongst the Trustees to add further skills to the Board. However, the Articles provide

- Hiba Khan, Civil Engineer and Sustainability and Social Outcomes Lead, Mott MacDonald.
- The Chair presented the second ordinary resolution:

The Members passed Ordinary Resolution#2: Appoint new Trustee

Be it resolved that David Schofield shall be appointed as a Trustee of the Company.

- The Chair presented the third ordinary resolution:

The Members passed Ordinary Resolution#3: Appoint new Trustee

Be it resolved that Hiba Khan shall be appointed as a Trustee of the Company.

- The Chair also introduced a new member of the Advisory Group:
 - Inder Poonaji, Director ESG and Sustainability at Modulaire Group.

2.6. Update to members

- The Chair gave the floor to the Executive Director for an update to the members on key aspects of GCN UK operations:
 - *Membership* – there were 456 members in the UN Global Compact Network UK, a net increase of 124 members since the last AGM and 63 since the start of the year. It is expected that strong growth will continue. Out of the 456 organisations, 292 have also become members of the Company Limited by Guarantee; the Network Secretariat continues to work hard to increase the % of Network members that have joined the Company.
 - *Accounts* – The audit of the company’s 2021 accounts was nearly completed; in accordance with the UK Companies Act, these will be shared with company members after the AGM. Following a deficit in 2020, the year ended with a significant surplus.
 - *Application for charity status* – the draft application is currently being reviewed by the Charity Commission.
 - *Secretariat Operations* – the Secretariat had challenges filling vacancies recently but looking forward to welcoming new colleagues soon. Nonetheless, the spring programming has been very well received, breaking records of registrations.
 - *UN Global Compact Strategic plan* – a new strategic plan, intended to cover the period 2021-2023, is being implemented, introducing significant changes starting in 2023: a new Communication on Progress (CoP); a new funding model; and a new programme delivery. The Secretariat is currently informing members about these changes as well as offering support to understand and prepare for the new CoP.
 - *Updated GCN UK Strategic Plan in development* – our UK Network strategic plan is set to expire at the end of 2022. The Secretariat, Advisory Group, and Board are working on a new strategic plan to align with the global plan but also reflecting the need of UK companies.

2.7. AOB

- In relation to the GCN UK Strategic Plan review, an SME member urged the Network to consider more support tailored to the specific challenges SMEs face and to facilitate more SME collaboration across supply chains.

2.8. Closing Remarks

- The Chair thanked the Secretariat, the members of the Board and Advisory Group, and all members, and brought the meeting to a close at 09:40.