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**MINUTES OF THE ANNUAL GENERAL MEETING
OF THE MEMBERS OF THE ARCHITECTURAL
HERITAGE FUND HELD AT CLAREVILLE HOUSE,
LONDON SW1Y ON WEDNESDAY 16 DECEMBER 1997**

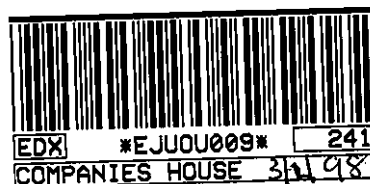
Present:	Sir John James	<i>Chairman</i>
	Mr Nicholas Baring	
	Mr William Cadell	
	Mr Robert Clow	
	Mr Malcolm Crowder	
	Sir Brian Jenkins	
	Mr Peter Rumble	<i>Deputy Chairman</i>
	Mrs Jane Sharman	
	Mr Maurice Stonefrost	<i>Vice Chairman</i>
	Dr Roger Wools	
Mr Roy Worskett		
	Lady Weir	<i>Secretary</i>

In attendance:

- Mr Martin Israel (BDO Stoy Hayward)
- Miss Catherine Chadwick (Paisner & Co)
- Mrs Janet Brinnand (Loans Administrator)
- Miss Maria Perks (Development Officer)
- Mrs Barbara Wright (Finance Officer)

Item 1: Minutes of the Extraordinary General Meeting held on 10 December 1996

- 1.1 The minutes of the Extraordinary General Meeting held on 10 December 1996, which had been circulated previously, were approved.



Item 2: Statement of Financial Activities and Balance Sheet for the Year Ended 31 March 1997

2.1 Mr Rumble proposed and Mr Baring seconded the adoption of the Statement of Financial Activities and Balance Sheet of The Architectural Heritage Fund for 1996-97. This was carried unanimously.

Item 3: Reports of the Council and of the Auditors

3.1 The members of The Architectural Heritage Fund noted the Reports of the Council and of the Auditors.

Item 4: Report on Membership of the Council of Management

4.1 The members of the Architectural Heritage Fund noted the Report on Membership of the Council of Management.

4.2 The Chairman commented that there remained one vacancy to be filled by the Crown and that The Architectural Heritage Fund had not yet been notified whether Mr Clow would be re-appointed for a further term when his present term ended on 31 December 1997.

Item 5: Re-appointment of the Auditors

5.1 Sir Brian Jenkins proposed and Mr Clow seconded the proposal to re-appoint Messrs BDO Stoy Hayward as The Architectural Heritage Fund's auditors for 1997-98. This was carried unanimously. The Chairman thanked the auditors on behalf of the AHF.

Item 6: Special Business: Resolution 1

6.1 The Secretary asked the members of The Architectural Heritage Fund to correct a typing error in the text of Special Resolution 1: in line 3, "work" should be replaced by "word".

6.2 Mr Stonefrost proposed and Dr Wools seconded the adoption of the following Resolution, which was carried unanimously:

SPECIAL RESOLUTION 1

That the Memorandum and Articles of Association of the company with respect to its powers be amended by the deletion in Article 40, line 3 of the word "there" and its replacement by the word "three".