



NEPIC – THE NORTH EAST OF ENGLAND PROCESS INDUSTRY CLUSTER LIMITED

MINUTES OF NEPIC ANNUAL GENERAL MEETING

Held at Wilton, Teesside on Wednesday 12 December 2018 at 3pm

Attendees

First Name	Surname	Company
Philip	Aldridge	NEPIC - CEO
Stewart	Brennan	Tanton Industries
Tony	Byrne	MMI Thornton Tomasetti
Stuart	Coupland	Go Limitless Marketing
Gary	Dunn	TJ Hazell
Rebecca	Everson	Evolution
Chris	Garbutt	JustWilliams
Russell	Holmes	JBA Engineering
Tony	Hood	Doosan Babcock
Neil	Kenley	Tees Valley Combined Authority
Mark	Kenrick	px Group - NEPIC Chair
Anthony	Kirwan	IMS
Malcolm	Knott	Industrial Technology Systems (ITS)
Nick	Martin	Fujifilm Diosynth Biotechnologies
Michael	Moran	Robson Laidler
Louise	Morritt	NWL
Martin	Porton	RTC North
George	Ritchie MBE	px Group
Steve	Scott	Lotte Chemical UK
John	Shipman	Huntsman
Ian	Stark	Chemoxy
Peter	Tantram	Wilton Transport
Richard	Tweddle	Engie Fabricom
Graeme	Wood	Redcar & Cleveland College



Observers in Attendance

First Name	Surname	Company
Louise	Gwynne-Jones	NEPIC
Sue	Houston	South Tees Development Corporation - NEPIC Board
Dawn	Huntrod	NEPIC
Martin	Inskip	NEPIC Board
Felix	O'Hare	NEPIC
Dave	Robson	NEPIC
Joanne	Rout	NEPIC
Stan	Higgins	NEPIC Board
Peter	Snaith	Womble Bond Dickinson (UK) - NEPIC Board
Amanda	Rowan	NEPIC

Apologies

First Name	Surname	Company
Mauricio	Armellini	Bank of England
Marc	Atkinson	Driver (AGM)
Lynne	Aungiers	NEPIC (Observer)
Steve	Bagshaw	Fujifilm Diosynth Biotechnologies - NEPIC Board
Jason	Barclay	Aesica Pharmaceuticals - NEPIC Board
Steve	Barker	Fine Industries
Paul	Booth	TVCA (AGM)
Roger	Bowie	Piramal Healthcare - Pharma Solutions
Keith	Brudenell	CF Fertilisers UK
Gary	Conroy	Venator Materials Corporation
Sarah	Daun	Womble Bond Dickinson (UK)
Pierre	DuBruyn	MP Storage & Blending
Steve	Duffield	The Wilton Centre
Paul	Frankland	Falck Fire Services UK
John	Fraser	Biochemica Group
Steve	Gledhill	BOC
Stephen	Hands	Sembcorp Utilities (UK)
Dai	Hayward	Micropore Technologies - NEPIC Board
Simon	Hodgson	Teesside University
Jerry	Hopkinson	PD Ports
Jon	Howard	INEOS Nitriles UK
Martin	Inskip	Retired - ex MSD
Melanie	Jury	Lucite International UK
Nick	Lee	ConocoPhillips Petroleum
Alastair	Leighton	GlaxoSmithKline
Paul	Maynard	WorleyParsons Europe



Apologies cont.

First Name	Surname	Company
Chris	McDonald	Materials Processing Institute
Joanne	Murray	ABB Consulting
Craig	Newton	Turner Townsend (AGM)
Justin	Perry	Nzomics Biocatalysis
Nigel	Perry	CPI - Centre for Process Innovation
Simon	Roberts	Johnson Matthey Catalysts
Rob	Robson	BOC
James	Robson MBE	Micropore Technologies - NEPIC Board
Dermot	Roddy	Lucite International UK
John	Shipman	Huntsman Polyurethanes (UK)
Daren	Smith	SABIC UK Petrochemicals - NEPIC Board
Tom	Smyth	Department for Business, Energy & Industrial Strategy (Observer)
Anthony	Stubbs	Biochemica Group
Mark	Taylor	Industrial Technology Systems (ITS)
Andy	Teague	South Tees Site Company
Roy	Valentine	High Force Research
Michael	Whale	MSD
Clive	Whitbourn	DRD (AGM)
Mark	Whitehead	Ward Hadaway Solicitors

1 Notice and quorum

Mark Kenrick welcomed members to the Annual General Meeting of the North East Process Industry Cluster and confirmed appropriate notice of the meeting had been given. Quorum for the meeting was 10% of the current membership of 331. As 21 proxy forms had been received and 23 members were attending in person then quorum had been achieved.

2 Minutes of the previous meeting

Minutes had been circulated for the previous AGM held on 13 December 2017 and the meeting agreed them as a true record.



3 Directors in office

Mark Kenrick presented a list of the Directors in office.

Philip Aldridge	NEPIC CEO	Joined during year
Steve Bagshaw	FujiFilm Diosynth Biotechnologies	
Jason Barclay	Aesica	Joined during year
Dai Hayward	Micropore Technologies	Joined during year
Sue Houston	South Tees Development Corp	Joined during year
Stan Higgins	Independent	
Martin Inskip	Independent	
Mark Kenrick	PX Limited (Chair)	
James Robson	Independent	Joined during year
Peter Snaith	Womble Bond Dickinson	Joined during year
Martin Porton	RTC North (Company Secretary)	

Mark Kenrick went on to say that in appointing new board members NEPIC had attempted to ensure that the key sectors of the industry were represented with a geographic spread across the whole of the North East. Richard Smith, Ian Swales and Iain Wright had left the board during the year. Mark Kenrick thanked Ian Swales for several years service and Richard Smith for his assistance in the recent CEO appointment process.

4 Director's Interests in Securities

The directors had no financial interest in NEPIC.

5 Chairman's Review

Mark Kenrick reflected that the past year had not been the one Ian Swales and Iain Wright had expected when they spoke at the last AGM. They had talked about a year of transition following Stan Higgin's departure, contingency planning for Brexit, the opportunities within the new industrial strategy, progress on the South Tees development area, increasing investment, NEPIC's need to change its business model and the impact of disruptive technology.

Whilst many of these topics were key during the year the board realised early in 2018 that it needed to improve its governance role and shortly thereafter Ian Swales and Iain Wright resigned from NEPIC. Ian Swales' departure was expected but Iain Wright's was not and as such a rapid response was needed to this situation it was decided to appoint a new CEO from within.



Mark Kenrick told the meeting that the CEO recruitment process was very rewarding as the commitment and enthusiasm of the staff was clear. The process resulted in Philip Aldridge being appointed who brought new prospective to role.

Mark Kenrick went on to say that with several directors leaving the business it felt an appropriate time to expand the board again. An appeal for volunteers was put out and appointments were subsequently made. The new board set about reviewing the short-term activity of the company, the longer-term strategy and the interaction between the board and the Leadership Team.

Mark Kenrick told the meeting that Philip Aldridge had made a good start to the CEO role concentrating on a back to basics strategy of ensuring members get the support they need. Meet the Members was arguably the best yet and many other successful events had been delivered including the recent one on Brexit. Collaboration continued with the CIA in relation to the Chemistry Council.

Mark Kenrick went on to say that for NEPICs' members Brexit remained a challenge and the South Tees development area continued as a major opportunity. The key objective for NEPIC was to be seen as the place for stakeholders such as the LEP to come for insight into the sector so that NEPIC can influence policy on behalf of its members.

6 CEO Update

Philip Aldridge told the meeting that the financial statements which would be presented later showed he had inherited a difficult situation. In early 2017 NEPIC had known that the end of the Go Global contract would weaken its financial performance but during the year this has been exasperated by MHCLG reducing the CEO time that could be recovered on projects, a longer than expected handover time between CEOs and a failure to generate the forecast miscellaneous income. The financial situation was now, however, stable with staff reductions and a greater number of events leaving a more balanced situation.

Philip Aldridge went on to say that from February NEPIC will have only one ERDF project and whilst this reduces revenue it would play a part in the longer-term strategy of spending more time helping members and less time assisting non-members free of charge. The refocus on members will involve the relaunch of the thrust teams, events addressing best practice issues and organising collaboration opportunities such as the recent plastics event. A key financial objective is to grow member numbers and hence membership income with particular focus on reducing the number of members who leave. Improving communications is central to this, encouraging members to engage and hence receive and recognise value from their membership. A part of this is deepening NEPIC's engagement within organisations.



Philip Aldridge went on to say that he was also trying to improve collaboration with external bodies such as CPI, the LEPs, universities and the Chemistry Council. Hopefully his will open further funding opportunities.

7 Company Accounts

Michael Moran from NEPICs auditors Robson Laidler reiterated that the year to 31st March 2018 had been a difficult one with the deficit by the year end reaching £179k. The underlying causes had already been summarised by Philip Aldridge. The deficit left NEPIC with reserves of £81k at the year end and this was a low base from which to run grant funded projects. Michael Moran went on to say that the directors had asserted that the business was a going concern and that Robson Laidler had satisfied themselves that this was reasonable. Trading in the currently year was showing a small surplus.

In response to questions Philip Aldridge told the meeting that the timing of receipts on NEPICs public projects had improved and it was hoped that receipts on the new project, Supply Chain, would be better. A key focus of NEPIC at the moment was completing the current projects successfully and this should be achieved.

The Members then approved the following resolutions:

'To receive and adopt the company's annual accounts for the financial year ended 31 March 2018 together with the director's report and auditor's report on those accounts.'

'To appoint Robson Laidler, Jesmond, Newcastle upon Tyne NE2 1TJ as the Company's auditors to hold office for the conclusion of the meeting to the end of the next period for appointing auditors under section 485 (2) of the Companies Act 2006 at a remuneration to be determined by the directors.'

8 Any other business

In response to a question Mark Kenrick and Philip Aldridge confirmed that membership fees had not been increased for the new year.

Stan Higgins told the meeting that NEPIC's Indian contacts had called him to encourage NEPIC members to partake in the upcoming mission being organised by the Department of International Trade.

A member asked why the AGM was held in December, so long after the financial year end. Philip Aldridge responded that whilst financial statements were approved during the meeting the review of activity covered calendar years rather than financial years.

There being no other business the meeting closed at 3.45



APPENDIX I

Apologies Received by Proxy

First Name	Surname	Company
Jason	Barclay	Aesica
Martin	Concannon	Frazer-Nash
David	Doughty	Hallidex
Steve	Duffield	Wilton Centre (The)
Paul	Frankland	Falck Fire Services UK
Simon	Hodgson	Teesside University
Jerry	Hopkinson	PD Ports
Jon	Howard	INEOS Nitriles
Nick	Lee	Conocophillips
Paul	Maynard	Worley Parsons Europe
Christopher	McDonald	Materials Processing Institute
Julian	Morris	CPACT
David	Parker	Parker Consultancy (The)
Nigel	Perry	CPI
Rob	Robson	BOC
Tony	Stangroom	Altrad
Ian	Stark	Chemoxy International
Dave	Wall	DuPont Teijin Films UK
Michael	Whale	MSD
Clive	Whitbourn	Design Research & Development Co
Bruce	Williams	Williams Process