

Minutes of Ilstington Village Shop Association Ltd Annual General Meeting

22nd June 2011

Present: Martin Foster, Alan Hobbs, Sue Norris, Su Wheaton, Rachel Heathman, Brian Major, Niki Portus, Kirsten Day, Val Ransom, Phil Gibson, Dennis Presland, Maureen Presland, Joan Robinson, Joan Tiddy, John Fairer, Kate Hobbs, Mr Ayliffe, Adrian Patch, Sylvia Thomas, Les Thomas, Karen Smith, Douglas Smith, Joyce Townsend, Barbara Major, Adam Fairs, Vicky Norris, Rob Parkinson

1. Welcome by Chair and introduction of committee.
2. Register of attendees confirmed.
3. Chairman's report including milestones, mission statement, funding and update – Attached
4. Secretary's report – Attached

Advised of websites for information – Village Hall, Parish Council and NEW shop website.

5. Treasurers Report - Attached

Accounts accepted.

6. **RESOLUTIONS** – requested show of hands

1. The Society shall disapply section 4 of the Friendly & Provident Society Act which requires the appointment of an auditor.
 - Proposer by Treasurer seconded by Rachel H - All in favour
2. The Membership fee for 2011 shall be set at zero.
 - Proposer by Treasurer seconded by Sue N – All in favour
3. The Society will offer retrospectively to issue shares to those people who have made a donation of £5 or more and are not already share holders.
 - Proposer by Treasurer seconded by Brian M – All in favour
4. Company accounts and other documentation for General Meetings to be held on shop website and only posted to members who have requested communication in paper form.
 - Proposer Secretary seconded by Kirsten – All in favour
5. Notification of General Meetings to be sent electronically where members have supplied an electronic address and have not opted out.

- Proposer Secretary seconded by Kate H – All in Favour
6. The Society shall publish their Privacy Notice on the Shop website.
- Proposer Secretary seconded by Rachel – All in Favour
- 7 **Committee members** – Niki and Rachael stepped down, thank you. New committee members appointed. The new committee will get together to select roles.
- 8 **Open Forum** – Thank you to all committee for work they have done.

REPORTS

Chairman's Report – Alan Hobbs

The report covers the project major milestones then moves on to details of project, funding the project, the shop and future plans.

Project Milestones

September 2008 Notice of Village shop closure - steering committee formed to investigate feasibility of community taking over the shop and Post Office at existing premises. The first questionnaire was issued and received over whelming support for the action.

February 2009 The project group reported back to the second public meeting that taking over the shop at the existing premises was not feasible. As a consequence it was decided that the group should investigate alternative sites and as a priority try to ensure that the Post Office services continued in the village.

March 2009 Village Hall committee negotiated moving the Post Office to new location in a side store room of the Village Hall and saw the start of collaboration between IVSA and IVHMC investigating feasibility of siting next to VH.

June 2009 Third public meeting - Endorsement of plans to work on the Ilsington Community Project jointly with IVHMC. First donations for shop received. Work started on applying for planning permission

October 2009 First of the community markets as fund raising

November 2009 Planning permission granted after much jumping through hoops. The plans were for an extension to village hall to accommodate a shop, Post Office counter and meeting room

Dec 2009 Ilsington Village Shop Association established selling shares slates and receiving donations. Share issuing commenced at a minimum price of £5 per share. Fund raising the main priority

April 2010 A full and detailed survey of the local community was carried out.

Started work on Business Plan with a view to applying for the RDPE grant

Appointment of architects to do detailed design of extension.

June 2010 Fund raising continued, with notable successes including Teignbridge District Council. Ugbrooke Environmental, Devon Masons

August 2010 received offer of grant and loan from Plunkett foundation and coop bank

October 2010 Quotations received from four prospective local builders. Following detailed evaluation, Bovey Construction Ltd selected as preferred bidder. Cost of build £250K

Dec 2010 Application for RDPE submitted

Feb 2011 informed that funds have been cut SWRDA would continue to appraise application with view to submitting to DEFRA for funding from national fund.

June 2011 Appraisal reaching conclusion will know by end of month if project is to be passed forward for DEFRA funding.

The project details

Mission statement

The Ilsington Community Project aims to revitalise our village by transforming the village hall into a community hub. It aims to build an extension that will house a community shop and a new meeting room; providing shop, Post Office, coffee bar, meeting room and information point, all located in the heart of the village.

The venture will be of benefit to all the community, reducing car journeys, creating employment, providing an outlet for local produce and importantly improving the social cohesion of the village.

Surplus funds from the shop will be fed back into the community supporting other community ventures.

The proposed extension delivers a 57m² shop space and 43m² meeting room. The cost of the extension including fitting out is £250K with a further £30K needed to setup the shop

with initial stock, installation of services and working capital. Approximately £9K has already been spent on professional fees etc.

The VH will formally let the building contract and will subsequently own and maintain the extension.

The IVSA will pay rent to the VH under the terms of an occupation licence still to be formalised.

Funding the project

| | |
|------------------------|-------|
| Plunkett grant | £20K |
| Coop loan | £20k |
| Community raised finds | £10k |
| Donations to VH | £9.5k |
| Ugbrooke environmental | £36k |
| RDPE??? | £195k |

The Shop and coffee bar

At the end of the contract the shop space including fixtures and fittings will be taken over by the IVSA to stock, set up the various services and procedures then open for business

The shop will employ a part time manager but will be predominantly run by volunteers.

Sub committees will be set up to oversee the purchasing policy, marketing, and day to day maintenance. There will be a close liaison with the VHC

Users of the shop will be encouraged to comment on goods and services offered and the general running of the shop.

Projected shop cash flow

It is estimated that the shop will make a small surplus in the first 2 years of operation rising to 2K in year 3, 4K in year 4 and 6K in year 5. These figures include the repayments of the Co-op loan which will amount to £5K per year.

Future plans

Still working on the assumption that the RDPE bid will be successful.

As contingency we are looking for other sources of funding

As a very last resort we would have to rethink the scale of the project but that would mean re applying for planning and some of the grants already promised.

Thanks

To all who have supported the project over the last 2.5 years with donations shares and support at fundraising events.

And special thanks to the Committee and Rob and Erica

Secretary's Report AGM 2011 – Sue Norris

As Secretary, apart from taking minutes of meetings, I am responsible for the Shareholders register and issuing of certificates. At present we have 160 (+2 bought today) shareholders. It costs £5 per share and as a shareholder you are eligible to vote on resolutions and when the shop is open, on issues of running and stocking the shop. You don't receive a share of the profits. We have the Association Rules available for people to read, this is also on the website. I also keep a record of the slates we have sold as part of our funding raising. So far we have sold 505.

Other fundraising that has been going on – markets, donations, cafe, quizzes, bread making and cycle ride Martin will expand.

Hopefully most of you have kept up to date with the newsletters, parish magazine and word of mouth. I have emailed the newsletter and put it around the village but please let me know if this is not getting to you.

Last year we produced a questionnaire to Ilsington which was hand delivered and collected. A really good return, about 25% and overall positive response. We want to continue to listen to people's ideas and views especially as we get closer to the running of the shop.

Finally most of you know the committee who have been working really hard for the past 2 years. I would like to take this opportunity to thank all of them especially Brian who's expertise and time produced the plans, Alan who has spent many hours tearing his hair out over spreadsheets, business plans and Grant application. I now will pass over to Martin who has the important role as Treasurer.

Treasurer's Report 2011 – Martin Foster

Good evening everyone.

You must forgive me if I seem a bit cross tonight but I have fallen out with Her Majesty's Revenue and Customs – HMRC for short – you may know them better as Inland Revenue.

Firstly I was very upset to hear the recent news that farmer John Thorne in Hartland Parish had been fined by HMRC for using red diesel in his tractor to cut the Parish playing field free of charge. The government are supposed to have a “Big Society” policy of encouraging people to help their local communities and this seems to completely contradict this. I was so incensed that I have written to our local MP, Mel Stride, requesting that he ask the Prime Minister to tell HMRC to refund the fine. I hope many of you have done the same.

Secondly, I might be the next voluntary worker to be fined because, although it is a legal requirement, I can't present the final accounts to you at this AGM and this time it's the fault of HMRC. It might seem crazy to you but, although we haven't even got a shop yet, the fact that we have been selling refreshments at the Community Markets could be seen as “trading” by HMRC and therefore liable to Corporation Tax. On the 5th April, our accountant, Derek Locket, therefore wrote to HMRC asking for clarification but even after 3 chase up letters from Derek, no reply was forthcoming from HMRC. Just in the last few days, we have received a reply but, guess what, the reply didn't actually answer the question we had put to them!

All I can therefore do at this AGM is to present the accounts assuming no Corporation Tax liability but advise you that this could change at some future date when HMRC finally make a decision. Of course, the decision might be that we do have to pay Corporation Tax, in which case, we might appeal or even try to get the law changed, but at least the Government are *saying* that they want to encourage people to help their local communities and I assure you that we will do everything possible to minimise the costs involved in running the shop.

If you are a member, you should have been given a copy of the Profit and Loss Account. This is the only document we are required to present to you and we are trying to minimise costs. However, I will now go through it in more detail with you.

The turnover consists solely of fund raising activities – mainly sales of refreshments at the Community Market, but also from fund raising activities which other people have organised for us and I would particularly like to thank Andrea Arnold (Community Market), Adam Fairs (Breadmaking), Claire Nichols and Kim Raine (Cycle & Walk Event) and all those who have given so generously of their time to help us on our way to starting up the shop. The cost of sales is simply the cost of buying food and drink to be sold at the market. However, I would also like to thank all those who have prepared food for sale and often not charged for the ingredients.

Administrative Expenses consist of about £80 for postage and stationery and the rest is mainly for Legal and professional costs. We had to pay £450 to set up the shop as a limited company under the Friendly and Industrial and Provident Societies Act, we have to register each year with the Financial Services Authority and we have Accountancy Fees to pay. I would like to say that our accountant, Derek Lockett, has been most helpful to us in setting up procedures for the shop's finances and has given a lot of his time free of charge for which we are most grateful.

Other Operating Income includes donations from individuals including shares and slates and from Ilsington Summer Ball and the Parish Art Show. We also received a grant of £500 from Hastoe Housing towards shop signs. We are very grateful for all these donations – without them we could not have got the project going.

That concludes my report. Thank you again for all your support – all we need now is the large grant to pay for the building of the shop and meeting room. If anyone has a spare £100,000 please let us know! Are there any questions you would like to ask about the accounts?

Strictly speaking we are not required to ask you to approve the accounts but it would be nice to know that you are happy with them. Therefore, could I please ask whether anyone has concerns about the accuracy of the accounts. ----- No? Then we will just record that the accounts were unanimously accepted.

Thank you for your attention.