

Beckley & Area Community Benefit Society Limited

ANNUAL MEMBERS' MEETING

11th November 2020

By Zoom meeting

Agenda

- Chairman's welcome
- Committee Reports
 - Chairman's Report (Mike Hobbs)
 - Treasurer's Report (Gabriel Brodetsky)
 - Vote on resolutions (Mike Hobbs)
 - Secretary's Report (Adrian Hampshire)
- Results of elections to the Management Committee (Mike Hobbs)
- Conclusion of business

- Special Members' Meeting to consider Rule changes (Sam Clarke)

- Q & A (All)

Chairman's report 2020

The Abingdon Arms

Covid-19

The Society

Our community

The Abingdon Arms

Tenancy: 3 Catering - Suzy, Alex, Vicky

Establishment of business

Lockdown

Recovery of business

The Society

‘even More than a Pub’ programme

BACBS Good Neighbour Scheme
Community engagement

Grants - Power to Change: MtaP & TISS

Our community - our future

Lockdown 2

Volunteers

BACBS Management Committee

Community

Treasurer's report 2020



Summary

- Finances for 2019/20 were significantly adversely impacted by Covid-19
 - Rent holiday for tenants
 - Our loan providers accepted interest-only payments during lock-down
 - Grants from *More Than A Pub* and *Power To Change*
- Resulted in a loss for the year of £1,500
- Accessibility project finances were closed out
- Outlook for coming year impossible to predict!
 - Further rent holiday(s) likely
 - Loan payments
 - Future interest payments – hopefully by year 2021/22
- However we have sufficient reserves unless major unforeseen expenditure arises

Accessibility project – final accounts

Accessibility project costs	
Classic Builders	£ 191,550
Architect & professional fees	£ 20,512
Legal	£ 1,866
Other	£ 1,997
	£ 215,925
Source of funds	
More Than A Pub grant	£ 47,538
More Than A Pub loan (CCF)	£ 50,000
SODC grant	£ 98,207
BACBS reserves	£ 20,180
	£ 215,925

Income (excl. VAT)

Income

Grant (South Oxfordshire DC)	30,875
Grant (Power To Change TISS)	6,247
Grant (More Than A Pub - Covid-19)	1,381
Rent	9,562
Insurance recharges	2,110
Share sales	250
Sale of walking maps	550
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	50,975
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Expenditure (excl. VAT)

Expenditure

Loan repayments	10,005
Accessibility project	5,314
Tenancy expenses	3,608
Property maintenance	3,313
Insurances	2,859
Property improvements (excl Accessibility)	2,653
More Than A Pub Covid-19 grant expenditure	1,381
Accountants	710
Administrative expenses	518
Cost of walking maps	514
Licences / Subscriptions	380
Asset purchase (Aimee)	350
Events	344
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	31,949
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Current financial situation

- Amount outstanding on loans
 - CCF loan (accessibility project) £36,901
 - Private loan £27,204
- Available cash in bank £63,018
 - (excludes tenant's security deposit)

Summary of final accounts

Profit & Loss Account

	2020	2019
Turnover	13,614	24,989
Gross profit	13,272	23,804
Operating profit	2,314	9,710
(Loss) / Profit before tax	-£1,537	5,138
Tax due	nil	nil

Balance Sheet

	2020	2019
Share capital	508,250	508,000
P&L Account	7,787	9,324
Members' funds	516,037	517,324

Cash flow

Opening Balance (1st October 2019)	30,788
Closing Balance (30th September 2020)	70,518

Notes

- Includes tenant's security deposit
- Includes VAT paid and received

Treasurer's report 2020

Audit exemption

- Full audits typically cost at least **£3,000**
 - Unaudited report costs **£725**
 - Exemptions permitted if: Turnover less than **£5.6m**
Total value of assets less than **£2.8m**
- As previously reported, we took expert advice to:
 - Consider full audit periodically, or if unusually high levels of income/expenditure anticipated
 - Keep under review
- **For 2020-21 we recommend exemption** and to submit the unaudited report prepared by our accountants (D. Cadwallader & Co. Ltd)

Resolutions 2020

Resolution No. 1 To receive the Chairman's Report for year to 30th September 2020

Resolution No. 2 To receive the Financial Accounts for year to 30th September 2020

Resolution No. 3 To authorise the Management Committee to substitute an accountant's report in place of a full audit of the accounts for the year to 30th September 2021, as permitted by the Rules and applicable legislation

Secretary's report 2020

Formal policies

No new policies were introduced in 2019-2020

Reminder of existing policies:

- Data Privacy Notice (in response to the General Data Protection Regulations – GDPR).
- Safeguarding
- Equality, Diversity and Anti-Discrimination

Secretary's report 2020

Membership strategy

Objectives

- To maintain and grow our membership as needed
- To ensure members are engaged and participate

Considerations for 2020/21

- Prepare for the possibility of share withdrawals requiring proposed changes to the Society's Rules (see later)

Secretary's report 2020

Membership update

Changes in membership

- 1 new Member added to the Register in the past year

Distribution of membership and shares

- 290 members
- Geographical spread not significantly changed with the majority of shareholders resident in Beckley and surrounding villages
- Following the election to the committee, the makeup of the Management Committee:
 - closely reflects the distribution of residency of shareholders between Beckley and the surrounding villages
 - does not yet reflect a balance of genders but has taken a further step towards balance.

Election results

BACBS Management Committee

Elected Members

Elected Member
Cathy Davies
Gabriel Brodetsky
Jerry Bloomfield

The above are elected for a 3-year term.

Existing Committee Members		
Adam Jeffrey	Sam Clarke	Dave Drew
John Stradling	Lise Traynor	Nin Kelay
Susy Jepson		

- Special Members' Meeting - Proposed Rule Changes

**Rules of
Beckley & Area Community Benefit Society Limited**

Register number 7404

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Based on Model Rules (v4) from the Plunkett Foundation

In summary...

Proposal is to amend our Rules to have the following effect:

1. To reduce number of shares required for membership of BACBS from five shares to one share
2. To give the Management Committee discretion to determine how future share withdrawal requests should be managed if over-subscribed
3. To reduce the size of the quorum required at Members' Meetings

Reduce number of shares required for BACBS membership

- Membership currently requires a minimum shareholding of five shares, costing £250
- Proposal to reduce minimum shareholding to one share (cost £50)

Reasons for change:

- To promote membership of BACBS by reducing financial barrier for new members
- Members holding the current minimum of five shares could in future withdraw (i.e. redeem) some shares, yet remain as members

Management of future share withdrawal requests

- Rules currently require share withdrawal requests to be dealt with on a first-come first-served basis
- Proposed rule change will allow the committee to decide how to allocate fairly the amount available for share withdrawals across all applicants in the event that requests for share withdrawals exceed the amount available

Reasons for change:

- When we're in a position to allow share withdrawals there will be a limited sum available each year
- Potentially the full amount available could be taken by one shareholder who happens to get their application in quickly

Reduce the size of the quorum required at Members' Meetings

- The current rules require five members or 10% of the membership to be present, whichever is the greater
 - With our current membership this means we need at least 32 members to be present for a meeting to be quorate
 - When we held a Special Members' Meeting for the last rule change three years ago we struggled to get enough people
- Proposed rule change will reduce the quorum to 25 members or 10% of the membership (whichever is the fewer)

Reason for change:

- To make it easier to hold members' meetings if required

Proposed changes – new vs. old

Rule No.	Current Rule	Proposed Rule
4.11	Before a Members' Meeting can do business, a minimum number of Members (a quorum) must be present. Except where these Rules say otherwise a quorum is present if 5 Members or 10% of the Members entitled to vote at the meeting (whichever is greater) are present.	Before a Members' Meeting can do business, a minimum number of Members (a quorum) must be present. Except where these Rules say otherwise a quorum is present if 25 Members or 10% of the Members entitled to vote at the meeting (whichever is the fewer) are present.
8.3	The minimum shareholding shall be five shares. The Society may from time to time make a public share offer, and any such offer may specify a minimum number of shares.	The minimum shareholding shall be one share . The Society may from time to time make a public share offer, and any such offer may specify a minimum number of shares to be applied for in that offer .
8.4.5	All withdrawals shall be paid in the order in which the notices were received, up to a maximum total withdrawal specified for the financial year, following which no further withdrawals may be made;	If applications for withdrawals in any financial year exceed the maximum total withdrawal specified by the Management Committee for that financial year, the Management Committee shall determine the mechanism by which the available withdrawal funds shall be allocated to such applications;

Resolutions

1. To amend Rule 8.3 to read

“The minimum shareholding shall be one share. The Society may from time to time make a public share offer, and any such offer may specify a minimum number of shares to be applied for in that offer”.

2. To amend Rule 8.4.5 to read

“If applications for withdrawals in any financial year exceed the maximum total withdrawal specified by the Management Committee for that financial year, the Management Committee shall determine the mechanism by which the available withdrawal funds shall be allocated to such applications”

3. To amend Rule 4.11 to read

“Before a Members’ Meeting can do business, a minimum number of Members (a quorum) must be present. Except where these Rules say otherwise a quorum is present if 25 Members or 10% of the Members entitled to vote at the meeting (whichever is the fewer) are present.”

Q & A

Q & A Topics

End of meeting