

THE GARDENERS REST COMMUNITY SOCIETY LTD



ANNUAL GENERAL MEETING
14 March 2020
The Gardeners Rest

PRESENT

Kirsteen Booy
Paul Brears
Jan Brears
Dan Carter
Andy Chaplin
John Chapman
James Crowe
Andrew Crowther
Jil Deeley-Noades
David Eyre

Barry Fitzgerald
Anil Ganesh
David Hattersley
Clive Macdonald
Maureen Mccredie
Janet Ridler
John Scholey
Ian Sewerin
Gary Sheriff
Janet Smith

John Stannard
Tim Stillman
Paul Truin
Barry Wheatley & Diane
Wheatley (joint shareholders)
Lawrence Whyte
Mark Beckles Willson (Chair)
Andrew Thorpe
Ruby Kempka

APOLOGIES

Ann Cooper
Louise Swift
Pete Swift
Janet Crowther
John Keane

Andrew Hardy
Eleanor Stillman
Rosalind Stillman
James Stillman
Francis Fox

Angus Nunneley
Nigel Williams
Richard Emery

PRE MEETING NOTE

The Chair explained that, under the Plunkett Foundations Model Rules for Community Ownership which are effectively the constitution of the Gardeners rest, a quorum of 10% of the membership, ie 41 members, had to be present for the AGM to proceed in its usual form. The meeting voted *nem con* to suspend this rule temporarily to allow the AGM to proceed. Any decisions made and resolutions made would be subject to subsequent approval by a further meeting.

1 MINUTES OF THE ANNUAL GENERAL MEETING, 16 MARCH 2020

- 1.1 The minutes of the Annual General Meeting of 16 March 2020 were agreed as a true record.

2 PRESENTATION AND ADOPTION OF ANNUAL ACCOUNTS

Andy Chaplin presented the annual accounts which have been agreed with the Society's Independent Examiner, subject to a final calculation of Corporation Tax.

The meeting agreed *nem con* that these should be adopted.

3 CHAIR'S REPORT

I was at the AGM of another voluntary organisation recently and, when the time came for the Chair's report, it was short and to the point: "nothing to report". Things are not quite so simple at the Gardeners Rest.....

A lot has happened since our AGM last year but a few events have been particularly significant.

As I am sure you know, we dismissed our manager in June last year. For the next three months, the pub was managed on a voluntary basis by the directors. As ever, there was a fair amount of learning on the job and I know that a few areas were neglected but we kept the pub running successfully throughout this period. It was, however, quite a relief when we appointed Shaun Price to be our new manager in September. It was also a bit of an eye opener to see how somebody who really knew what they were doing approached some of the things we had struggled with.

Last September also saw the end of the initial period of financial support from the Plunkett Foundation; a significant part of this funding had been used to pay for the social inclusion aspect of the pub's work. At the same time, Yes2Ventures who had managed the social inclusion programme and had been key to the community buy out of the Gardeners moved out of the pub moved out of their offices upstairs withdrew and from this role. As a result, the Board is now taking direct responsibility for this programme is enabling us to fully integrate our social inclusion work into the life of the pub.

This year we have launched a new partnership with Freeman College, Sheffield to deliver a work-experience programme for young people between 15 and 18 with moderate to severe learning disabilities, in particular young people with low-functioning autism. The programme is in its early days but our first students are now attending regularly and the future prospects are very promising. The College has told us that it is delighted by what we can offer the students in terms of support, training and work experience.

We have also established a monthly support group session in partnership with Parkinson UK and have joined the nationwide Chatter Natter scheme, an initiative to help combat loneliness and social isolation.

Janet Ridler has produced a more detailed report about what has been going on in this area – you should have been given a copy when you came in. There is more in the pipeline.

The very wet winter has also given us some nasty moments. Early last November I stood behind the low wall at the end of the garden. The water rushing along on the other side was level with my knees, just a few inches below the top of the wall. We cleared as much of the cellar as we could, piled sandbags across the doors, left three pumps running in the cellar and closed to pub early on the Saturday as the rain was still coming down. It was a huge relief when we came in on Sunday morning to find that the river had dropped and there was only a few inches of water in the cellar. There was quite a clean up operation that morning but we were open as usual at midday.

We have also reached the end of the original three year investment period for shareholders. I am pleased that so many of us have decided to continue to support the Gardeners. About five percent of investors have asked to withdraw their money which represents about 10% of the pub's equity. We have repaid all but three of these shareholders and have only deferred repayment of this final amount as it is quite financial and we need to be confident that we have enough reserves to make this payment.

In the meantime, the pub is thriving. It is generating a modest profit and is home to a wide range of community activities. It remains a special place, quirky and far from the mainstream but it is none the worse for that.

Finally, I should like to thank my fellow board members, Andy, Andy, Dan, Ian, Jan, Janet and Jil for all their hard work for the pub. Without them we wouldn't have a pub to celebrate.

4 QUESTIONS FROM MEMBERS

4.1 Grant from Plunkett Foundation (asked in advance of the meeting by Richard Emery)

In the light of the possible misdirection of funds of the Plunkett Foundation Grant, can the Board now clarify EXACTLY what the funds were supposed to be used for, against what they actually were used for?

The Chair reported that a total of £17,232 of the £50,000 grant was spent on capital works. The remaining £32,768 was spent on revenue costs relating to the social inclusion programme. These costs included employing a work supervisor and, for the first year, a community engagement manager and running art classes.

The Chair also reported that the Plunkett Foundation had agreed to accept this redirection of the grant funds so the risk that they might request a full or partial repayment of the grant had been avoided.

A member asked a supplementary question:-

What has the Board learned from this episode and what reassurance can it give that similar a situation might arise in the future?

The Chair explained that the Society had moved from its initial start-up phase and Board now had now established much more robust financial reporting procedures including monthly management accounts and monitoring of expenditure.

4.2 Rateable value

A member asked about the rateable value of the Gardeners Rest.

The Board confirmed that the pub's rateable value is £16,500, well below the £51,000 threshold for the small business multiplier so it benefits from some rate relief.

5 ELECTIONS TO THE BOARD

There were two vacancies on the Management Board and two applications had been received for these positions:-

5.1 Barry Wheatley

A recently retired member of the local Kelham community.

I worked in the recycling industry for 40 years as a senior Manager with an international metals recycling company with responsibilities for the North of England covering several large depots.

My responsibilities included:- P&L, Health and safety, Environment and HR.as well as the running and maintaining of some very large and powerful pieces of processing equipment.

I would consider myself an expert in my field with transferable expertise which will benefit the Gardeners Rest.

I have a keen interest with anything related to the Sheffield area and particularly Kelham and Neepsend.

I enjoy the local music scene and try to play the guitar.

I have a vested interest in the Gardeners Rest, albeit a small one, but mainly ensuring we keep this pub open to all members of the community for hopefully generations to come.

5.2 Paul Truin

I have lived in South Yorkshire since 1994 and spent the last 16 years at my present address in Wadsley.

Initially I worked for a private contractor with South Yorkshire Police, then subsequently was employed by Barnsley and Doncaster youth services, the Youth Justice Board, Sheffield Hallam

University and Stonham/ Home Group projects in Doncaster and Rotherham. (Young Parents & Mental Health.)

I have also worked as a volunteer for the Northern Refugee Centre and the National Autistic Society. Currently I am the Sustrans Ranger for the Penistone Road area, and a trustee with the Upper Don Trail. I am an active member of the Sheffield and Rotherham Wildlife Trust, and a Friend of the Canal and River Trust.

I would like to be considered for election to the board of the Gardeners Rest for a number of reasons. Primarily, I would like to see this unique and very special place continue to develop and thrive for the benefit of the cliental, staff and share-holders. As an individual committed to promoting diversity and equal opportunity, I am proud to be associated with a community owned pub that is active in these areas, and would relish the opportunity to help to achieve more.

The meeting approved Barry and Paul's appointment to the Board *nem con*.

6 APPOINTMENT OF INDEPENDENT EXAMINERS FOR THE CURRENT FINANCIAL YEAR

The Chair reported his dissatisfaction with the performance of the pub's current independent examiner, Hodson and Oldfield. They had been provided with clear accounting information well in advance of the AGM and were made aware of the time scale but have, for a second time, failed to provide their report in time to distribute it ahead of the AGM.

The Board proposed CJ Woodhead, a firm of Chartered Accountants and Registered Auditors based in Sheffield as the Independent Examiner for the current financial year.

The meeting approved this proposal *nem con*.

7 SHARE INTEREST RATE FOR 2016-2019

In the light of the pub's financial performance over its first three years of trading, the Board recommended interest for this period should be paid to members at a rate of 1.5% for investments below £1,000 and 3% for investments of £1,000 and above.

The meeting approved this proposal *nem con*.

It was confirmed that interest has been paid to shareholders who have withdrawn their investments but has not generally been claimed by other shareholders. These funds will be retained in the business but will be identified as a liability in the balance sheet.

8 RATE OF SHARE INTEREST FOR INVESTMENTS UP TO £1000

The Directors proposed that the differential rate of interest for investments under £1000 is removed. At the current rate of 1% (or 0.5%) per year this would cost an addition £245 each year and would benefit 310 of our 420 shareholders.

The meeting approved this proposal *nem con*.

9 FURTHER MEETING

The Board will consider arrangements for a follow up meeting and notify shareholders in due course.