

# **UPPER TWEED COMMUNITY ENTERPRISE Ltd**

## **Minutes of the first Annual Members' Meeting Held by Zoom on Tuesday 18<sup>th</sup> August 2020 at 7pm**

Committee members attending by Zoom: Christopher Lambton (Chairman); Simon Edwards (Secretary and Zoom host); Donald Stewart (Treasurer); Apologies: David Younger.

Members (shareholders) attending by Zoom: Nick and Jean Shapowal; Maryanne Jenkins; Charlotte King; Julian Birchall; Harry and Dhileas Lukas; Bill Sheridan; Frances Leckie; Stephanie and Mark Jackman; Duncan Davidson; Tom Cottrell; Chris Lewin; Colin Shearer; Ian Brooke; Kate Jeffery

Shop staff attending by Zoom; Jennifer McBeth (shop manager - see resolution 6)

Members asking the Chairman to vote as their proxy; Nancy Wilson; Dominic Ashmole; Christine McAllister; David Younger; Roger Walker; Matthew Davis; Lisa Davis; Leonard Marsden; Michael Lukas; John Walbaum; Jon Lambert; Shirley Beveridge; Liz Ferrie; Debbie Walbaum; Heather Gates; James Welch; Katy Miller; Sally Walker; Roddy Millar; Sarah Aitken; Gill Bowie; Steve Mellanby; Denise Horsfall; Lynne Short; Catherine Davis; Graeme Hughson; Alison Swan; Fi Lukas; Anne Davidson; Mary Morrison; Francis Witts; Deborah Stewartby; Lydia Pretzlik; Louisa Elder; Henry Stewart; Alexis Marr; Tim Wright. (All proxy votes are printed out as individual emails.)

### **ORDINARY BUSINESS**

The Chairman opened the meeting and welcomed the Zoom attendees. It was explained that the meeting was quorate since a total of more than 10% of members were either present or had given the Chairman their proxy. It being the first AMM there were no previous minutes or matters arising. It was explained how the FCA had granted Community Benefit Societies a three month extension to the normal deadline of six months after the financial year end – since our year end was 31 December 2019 we had until end of September to hold this meeting. (Our year end has now moved to 31 March so the next AMM will be held April-September 2021.)

The shop manager, Jen McBeth, gave a short address in which she thanked staff, committee, and public for their support.

#### **Resolution 1**

The meeting voted unanimously to receive and adopt the Chairman's report.

#### **Resolution 2**

The Chairman thanked the Treasurer and the accountants. The meeting voted unanimously to receive and adopt the Treasurer's report and accounts.

#### **Resolution 3**

The meeting voted unanimously to exercise the Society's right under the Community Benefit Societies Act 2014 NOT to appoint an auditor.

#### Resolution 4

The meeting voted unanimously to re-elect the following office bearers: Christopher Lambton (chairman); Simon Edwards (Secretary); Donald Stewart (Treasurer); David Younger (committee member).

#### Resolution 5

The meeting voted unanimously to accept the resignation of the following committee members: Tony Butcher, who had moved out of the area; Amanda Robertson, an original member of the Broughton Shop Development Group, but now a member of staff

#### Resolution 6

The meeting voted unanimously to elect the following committee member: Jen McBeth (in her capacity as shop manager).

The reports referred to in the minutes are available on the shop website under the page <http://broughtonvillagestore.co.uk/utce/>

#### ANY OTHER BUSINESS

Stephanie Jackman asked if there were plans to stock/display more local art and craft work. Jen McBeth explained that there is already some local art on display, the main limiting factor being space. Christopher Lambton hinted that there were embryonic plans to expand the shop to the rear – this would be challenging but feasible.

Bill Sheridan asked if there were circumstances, such as increased turnover, in which the appointment of an auditor would be desirable. Ian Brooke told us that an auditor is compulsory for a turnover in excess of £5m (the shop expects to turnover £400,000 or so per annum). Donald Stewart explained that since we employ professional accountants an auditor would be seen, at present, as a needless expense.

Julian Birchall remarked that the shop was already turning over far in excess of any of its previous incarnations, well in advance of forecasts.

Colin Shearer applauded the new partnership with Villeneuve Wines and expressed his hope that similar arrangements could be made to work with other suppliers.

Members of the committee briefly discussed the desirability of reinstating a Post Office in the village, and also the plan to hold a second share issue which would allow newcomers to the village and others who missed out first time around to help the shop. It was recognised that all such plans are now subject to the limiting factors of Covid-19, so remain on the back burner for now.

The Chairman closed the meeting with thanks to all at 7.50pm