

**Minutes of the Annual General Meeting  
of the Newbury and District Agricultural Society  
held on 14<sup>th</sup> March 2018**

**Mrs A Brown, Chairman of the Board extended a warm welcome to all members present. She confirmed that the meeting was quorate.**

<b>1</b>	<p><b>To receive apologies for absence</b></p> <p><i>Mr Nelson David Mitchell, Mr C Boreham, Mr S Pallet, Mr S Frere-Cook, Mrs G E Mather, Mr M Kimber, Mrs S Kimber, Miss A Kimber, Mr Peter Warren Tibbets, Mrs M Holroyd, Mr S Redmond, Mr P Carter, Mr K Chopping, Mrs S Smalley, Mrs Jane Wells, Mr P Wroughten, Ms C Tytherleigh, Mrs S Scrope, Mrs K Le Brun</i></p>
<b>2</b>	<p><b>To approve the Minutes of the Annual General Meeting held on 8<sup>th</sup> February 2017</b></p> <p><i>Approval of the Minutes of the last AGM was proposed by Mrs J Marcham and seconded by Mr J Drew. The motion was approved and the Minutes, therefore were signed as a true record by the Chairman.</i></p> <p><i>There were no matter arising from the minutes approved.</i></p>
<b>3</b>	<p><b>To receive the Statement of Accounts for the period ending 31 December 2018</b></p> <p><i>Mrs Brown introduced Mrs Fiona Hawkins of James Cowper Kreston. She informed the meeting that very sadly, Mr A Rann of James Cowper Kreston passed away during the year. Mr Rann had supported the Society for many years with guidance and the oversight of the financial reporting. The Society's membership wishes to give their thoughts and deepest wishes to Mr Rann's family.</i></p> <p><i>Mrs Hawkins reported to the members that the audit of the financial statements had been completed and the audit report was unqualified (give a true and fair view of the financial performance and position for the period to 31 December 2018.</i></p> <p><i>Mrs Hawkins drew the members attention to the key point that these financial statements are for an extended period of 15 months to 31 December 2018, the comparative figure are for the 12 months to 31 October 2017. The year end has been changed for administrative reasons around the timing and processing of costs for the 'Show'.</i></p> <p><i>Mrs Hawkins noted that there was a deficit for the period of £(119)k against a surplus of £247K for the previous year. There were 2 key factors for the variance in result between the reporting periods. 1. The previous year included donation income received to fund the construction of the Society Building. 2. These statements are for an extended period of 15 months, thus including 3 months additional administration costs in a period where little income is received. The additional costs incurred in the additional 3 months were approximately £75K. Mrs Hawkins explained that if these one off variances were excluded from the figures, the costs income and costs for the operation of the Society and the Show would be similar to previous years.</i></p>

*Mrs Hawkins then highlighted the following reported figures;*

*There was an increase in the showground lettings of £44K to £203K from £158K which was as a result of letting the Society building and attracting a more diverse type of event. There was a small decrease in show income as both ticket sales and trade stand income fell. Direct show costs were at a similar to the previous year.*

*On the balance sheet debtor and creditor balances look very different to the previous year. This is due to the change in timing of the year end. The creditor balances show that the Society has repaid £25k of the loan taken to fund to balance of the cost for the Society Building.*

*Within the reserves is a new designated unrestricted fund that represents the capital value of the Society Building .*

*Free reserves which represent unrestricted funds not held in fixed assets were about £100k at the period end. This is just below the Society's reserve policy level.*

*Cash balance are at the lowest point through the year in December and these were £316K at the period end.*

*Mr J Balsdon asked how we account for the cost of the building in the accounts. Mrs Hawkins explained that a charge is made to the statement of financial activities each period to represent economic use of the building during that period, this in turn reduces the value of the asset on the balance sheet.*

*Mr S Carter asked if the level of the loan was inline with expectations for the year. Mrs E Redmond confirmed that all scheduled repayments had been made.*

*Mrs R Balsdon wondered if the increase in lettings was from existing lets taking more space or new lets. Mrs E Redmond confirmed it was a mixture of both.*

*There were no further questions raised on the financial statements.*

*Mrs A Brown thanked Mrs Hawkins and her team for all their hard work preparing the financial statements and their ongoing support of the Society.*

**4 Election of one member to the Board of Management of the Society**

*Mrs Brown said that Mr D'Olley is to stand down after completing 2 three-year terms, including the role of Vice Chairman, as an elected member. Mrs Brown said that she was to take this opportunity to thank Mr D'Olley for his years, knowledge, and dedication on the Board.*

*One candidate had put their name forward consideration, Mr Rex Walters, and he will therefore be put forward to be formally elected as a Board member at the next meeting of Trustees of the Society. Mrs Brown welcomed Mr Walters.*

	<p><i>Mrs Brown then confirmed the current members of the Board; Mrs A Brown, Mr A Scrope, Mr J Drew, Mr I Wilson, Mr C Turner and Mrs E Redmond. Mrs J Marcham are members of the Board of Management but have no voting rights.</i></p>	
<p><b>5</b></p>	<p><b><i>Vote of thanks to the retiring Chairman of Shows Council</i></b></p> <p><i>Mr I Wilson listed all the events which had been organised during Mrs Marcham’s year as Chairman, starting with the stable tour, a really interesting and enjoyable visit to Bletchley Park, a change in format for the summer party which was well received (it was shame the weather didn’t play ball), and ending with an excellent ploughing match. The Show was a fantastic weekend and enjoyed by all. Mr Wilson thanked Mrs Marcham for all her hard work for the Society, and personally, for the support and advice she had given to him in the current year.</i></p> <p><i>Mrs Marcham, in reply, thanked all those who contributed to the arrangements and made it a tremendous year.</i></p>	
<p><b>6</b></p>	<p><b><i>To elect the President</i></b></p> <p><i>Mr Wilson said it was his very great pleasure to propose Mr P Carlisle for the office of president for the forthcoming year. Mr Carlisle lives and farms in West Ilsley, and has been a great supporter of the Society over many years. His farm has always been a strong contender in the ‘Best Farmed Farm’ category of Society’s on farm competition. Mr C Turner seconded this, and a show of hand confirmed the popular choice for the 2018 role of President of the Society.</i></p> <p><i>Mr Carlisle thanked all for the vote, and he said that he is very much looking forward to the year and event ahead.</i></p>	
<p><b>7</b></p>	<p><b><i>Vote of thanks to the retiring President</i></b></p> <p><i>Mrs Marcham said that Mrs Lloyd had been an excellent President and taken on the role with great enthusiasm. It had been a tremendous pleasure to have Mrs Lloyd as her president during her year as Chairman; they had a wonderful time over the show weekend. Regarding the events in the year the events at Woolley Park had been a highlight, and Mrs Marcham extended further thanks to Mrs Lloyd for hosting these.</i></p> <p><i>Mrs Marcham wished to record a sincere vote of thanks to Mrs Lloyd and a framed collage of photos was presented to Mrs Lloyd depicting some of the more memorable events during 2016.</i></p>	

<p><b>8</b></p>	<p><b>To elect President- Elect</b></p> <p><i>Mr C Turner said it was his pleasure to introduce and propose Dame Teresa Sackler for the post of President Elect. Dame Sackler lives at Rooks Nest near Lambourn, she is a supporter of agriculture in West Berkshire through her farm; and a great supported of many philanthropic causes including the arts and science. She is also passionate about gardening which can be seen at the beautiful gardens at Rooks Nest. Simon Carter seconded this proposal and a show of hands confirmed the appointment.</i></p> <p><i>Dame Teresa said that it was a pleasure to be invited to become President- Elect, and that she is looking forward to learning more and being involved with the Society over the next 2 years.</i></p>	
<p><b>9</b></p>	<p><b>To elect Honorary Officers for 2018</b></p> <p><b>Hon Treasurer:</b> <i>Mrs Brown told the members that there is currently no treasurer for the Society. Mrs Redmond has acted as treasurer in the interim period. Mrs Brown asked the membership to talk to any contacts they have that may be interested in the role and to contact the Society office for further information,</i></p> <p><b>*Hon. Veterinary Surgeons: Larkmead Veterinary Group</b>  <i>Proposed: Mrs R Balsdon- Seconded: Mr N Wernham</i></p> <p><b>Donnington Valley Vets</b>  <i>Proposed: Mr I Wilson- Seconded: Mrs A Brown</i></p> <p><b>Hon. Chaplain: Revd. Lucy Morris</b>  <i>Proposed Mr I Wilson- Seconded: Mrs A Brown</i></p> <p><i>Mrs C Graham raised the issue that Donnington Valley Vets are now only cover small animals and equine, no large animals. The Society are to speak with the practice over the next year regarding their role.</i></p> <p><i>Mrs Brown said that other appointments that have been traditionally made are not being elected as they are no longer ‘ honorary’ positions but rather contracts.</i></p>	
<p><b>10</b></p>	<p><b>To approve the appointment of Messrs James Cowper Kreston as Auditors</b>  <i>Proposed: Mr J Drew- Seconded: Mr A Scrope</i></p>	
<p><b>11</b></p>	<p><b>Special items of business</b></p> <p><i>There were 3 items of special business. Mrs Brown informed the meeting that there are 3 proposals to amend the Society’s Memorandum and Articles of Association, if these are approved the changes will apply from ‘now’ and not affect the business already conducted.</i></p> <p><i>i) To amend Article 27 to delete ‘and the appointment and fixing of remuneration of the auditors’</i>  <i>Proposed Mr J Drew:- Seconded- Mr J Reid- <b>carried</b></i></p>	

	<p>ii) <i>To amend article 46 so that the appointment of President and President Elect coincide with the new accounting year, rather than from AGM to AGM</i></p> <p><i>Mr J Balsdon asked why this change is required. Mr C Turner took the meeting through the chronological year and explained why practically this results in a president being in place for all events, whereas under previous regime the outgoing president was not for all the events in the year.</i></p> <p><i>Approval of the change was proposed: Mr C Turner- seconded Mr A Scrope</i></p> <p><i>Under the new regime it was proposed that Dame Theresa Sackler was proposed at Vice President for the 2018 year and President from January 2019.</i></p> <p><i>Proposed: Mr C D’Olley- Seconded Mr S Carter- <b>carried</b></i></p> <p>iii) <i>To amend Article 92 to remove ‘auditor, reporting accountant’ from the list of those indemnified by the Society. This change is required as the Society are paid professional and they have their own indemnity insurance to cover this.</i></p> <p><i>Proposed: Mr J Drew- Seconded Mr G Bucknell- <b>carried</b></i></p> <p><i>The formal business of the Society was then concluded</i></p>	
	<p><b><i>The floor was then opened for any questions from members:</i></b></p> <p><i>Mr P Alder asked if the proposal to allow dogs into the show was to go ahead. Mrs Brown said it is planned that dogs are to be allowed at the show, and that more details will be given at the next Show’s Council meeting.</i></p> <p><i>Mr J Balsdon raised staffing changes and asked if the Show Manager role had been advertised. It was confirmed it had been advertised.</i></p> <p><i>It was also asked that a vote of thanks was recorded to thank Laura Priestley- Cooper and Natalie Allen for all their hard work and commitment over the years at employees of the Society.</i></p> <p><i>Thanks was also noted to Daren Bowyer the Chief Executive Officer who left the Society in January 2018.</i></p> <p><i>The new Chief Executive Patricia Marks was introduced to the meeting. She introduced herself, she comes from Somerset where she has run her own successful business network, she also has links to agriculture and the countryside.</i></p> <p><b><i>The meeting was closed at 8.30pm.</i></b></p>	