

# Minutes of Annual General Meeting

Held at 5pm on Saturday 24 September 2022

At Canalside Community Farm

## Steering committee members present:

Ben Cowan                      Chair  
Dianne Robinson              Minute taker

Craig Barnes                    Tom Ingall  
Roger Daley                     Helen Maiden  
Gareth Davies                 Gabi Siemon  
Magali Fowler                 Judy Steele

<b>1.</b>	<b>Quorum</b> The Chair welcomed everyone to the meeting and with 55 members present, it was noted that the meeting was quorate.  The Chair said that he had visited the farm every week during lockdown, as had many other people. During this time, the community at Canalside, which was made up of many different people, had been very important. And with difficult times ahead, he felt the community would play an increasingly important part in many people's lives.																											
<b>2.</b>	<b>Apologies</b> Apologies had been received from: <table><tr><td>Ness Ainscow</td><td>Jo Zhou</td><td>Kate Hartshorn</td></tr><tr><td>Ann Smith</td><td>Jennifer Munden</td><td>Tom Heywood</td></tr><tr><td>Jane Ingall</td><td>Chris Fagan</td><td>Debbie Collins</td></tr><tr><td>John Ingall</td><td>Philip Pavey</td><td>Martin Lloyd</td></tr><tr><td>Ania Bas</td><td>Bernadette Robins</td><td>Angela Lloyd</td></tr><tr><td>Tom Fostervold</td><td>Barbara Weed</td><td>Ali Jeffrey</td></tr><tr><td>Ann James</td><td>Zoe James</td><td>Steve Edwards</td></tr><tr><td>Clare Vine</td><td>Catherine Steele</td><td>Christine Edwards</td></tr><tr><td>Ruth Leary</td><td></td><td></td></tr></table>	Ness Ainscow	Jo Zhou	Kate Hartshorn	Ann Smith	Jennifer Munden	Tom Heywood	Jane Ingall	Chris Fagan	Debbie Collins	John Ingall	Philip Pavey	Martin Lloyd	Ania Bas	Bernadette Robins	Angela Lloyd	Tom Fostervold	Barbara Weed	Ali Jeffrey	Ann James	Zoe James	Steve Edwards	Clare Vine	Catherine Steele	Christine Edwards	Ruth Leary		
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<b>3.</b>	<b>Minutes of last AGM</b> The minutes of the previous AGM held on 25 September 2021 were agreed and accepted by the members present.																											
<b>4.</b>	<b>Update on the affairs of the Society</b> Lena Sucker summarised events since the previous AGM.  Although there had been a natural ebb and flow of membership during the year, the farm was providing food for around 190 households. Towards the end of 2021, Ali Jeffrey had gone on adoption leave and Nikki Cooper had taken on the admin role. Lena had returned from maternity leave in January 2022.																											

With the very hot weather during the summer, a lot of irrigation had been needed and growth of some crops had been stunted by the heat. The upside of this was that other crops such as beans and sweetcorn were being enjoyed now rather than earlier in the year. The potato harvest, the previous week, had yielded around 6 tonnes. Squash and beetroot were still to be harvested. Lena thanked the workshares, volunteers and members for their continued support.

She added that there was a photo display in the collection space and invited people to have a look.

The following questions were asked:

- Had the purple carrots been successful?  
Lena said that the Gniff heritage carrots were an early crop and had been a success.
- There seemed to be a lack of onions.  
Lena replied that onions had been harvested in July and had been drying since then. They would be in shares from the following week.

The Chair thanked and congratulated the growing team for all their work – especially during such a difficult summer.

#### **5. Update from the Willows Project**

Hayley O'Donovan gave an overview of the year. The team comprised of seven workers. The Willows polytunnel had been taken down earlier in the year following a request from the gas board as it was situated over an underground gas pipe. The old Canalside office caravan had been moved to the site and funding had since been granted for a new building.

Sadly at the beginning of the year, one of the regular Friday participants had passed away. Herbs grown by participants had sold well, as had bird boxes made by participants. The project had also ventured into mushroom growing.

Hayley thanked all who had helped and covered sessions during the year and thanked Canalside for access to the wider farm.

#### **6. Finance Report and acceptance**

Gareth Davies provided a summary of finances for the year April 2021 – March 2022.

Income for the year had been c£92,000 with the main source of income coming from veg share subscriptions and membership fees. Expenditure had been c£90,000 with c£53,000 being spent on salaries. A further 25% was spent on overheads as well as expenditure on seeds and maintenance. Interest had been paid on the community shares during the year. Although donations had been raised towards the cost of the new land, some reserves had been needed to meet the total cost of £25,623. Overall no surplus was made during the year. There was however a small credit balance with HMRC which had arisen from maternity and adoption leaves during the year.

The balance sheet showed fixed assets of c£134,000 with current assets of c£40,000. During the year some community shares were bought back. Overall the company was worth c£157,000.

It looked as if there would be some difficult times ahead with rising inflation and increased input and running costs.

Full accounts were available if anyone wished to look at them.

The following questions were asked:

- What happened to shares bought back?  
They return to ownership by the Co-op.
- How much was currently in reserves?  
Around £32,000.
- Would veg share prices be increased?  
Yes they would have to be and the Steering Committee were currently discussing this.
- Would the money owed by HMRC be repaid?  
It would be offset against future payments to HMRC.
- Would the number of members be increased following purchase of the new land?  
It would depend on what the land could provide and it was possible that numbers would increase.

The Chair asked for a vote of acceptance of the accounts and those present voted unanimously to accept them.

The Chair thanked Gareth for all his work on the accounts and Roger Daley for his assistance.

**7. Agreement to disapply audit**  
All members present voted in favour of disapplying the requirement to audit the accounts.

**8. Appointment of Accountants (Harris)**  
All members present voted in favour of re-appointing Harris as accountants.  
  
A member asked whether the Steering Committee were happy with Harris and Gareth Davies said that, for the time being, they were.

**9. Land shares proposal**  
Gareth Davies explained that the community shares agreement contained a provision allowing for the suspension of share buy-backs if the Steering Committee felt this was appropriate. Due to the current state of the accounts, he asked members to agree to not paying any interest on shares and not allowing share buy-backs in the current year, except in exceptional circumstances. He added that this decision would be re-considered the following year.  
  
The following questions were raised:

- How would the Willows be affected if they did not receive the donation of waived share interest?  
Celia Russell replied that the Willows project was sustainable on its own and donations were a welcome supplement. The Steering Committee had discretion

	<p>to make a donation and it was suggested that any fundraising at the apple harvest could be donated to the Willows.</p> <ul style="list-style-type: none"> <li>• What impact would not giving a donation to the Willows have on the community benefit scheme? Gareth Davies said there would be a small impact and Tom Ingall added that some difficult decisions needed to be made.</li> <li>• One member said they did not feel comfortable not allowing share buy-backs. The Chair explained that, in extreme circumstances, it should be possible to allow a buy-back. In the previous year, a limit of 10% had been imposed on the value of share buy-backs. In effect, the decision would mean that a zero limit would be imposed in the current year.</li> <li>• Was it legal to deprive members of buying back their shares? And could shares be offered to other members? Gareth Davies replied that the rules did permit this and as the share offer was now closed, it would be necessary to go through the whole process again if shares were to be offered to new or other members.</li> </ul> <p>The Chair asked those present to vote on the proposal not to pay interest and not to allow share buy-backs. All were in agreement, with the exception of one.</p>
<p><b>10.</b></p>	<p><b>Nomination and Election of Steering Committee members</b> Three members of the Steering Committee had stood down during the year – Clare Viney, Johan Hugo and Rob Liddle.</p> <p>Four new members were standing for election - Craig Barnes, Helen Maiden, Roger Daley and Ben Cowan.</p> <p>All those present voted to elect these new members and re-elect those remaining on the committee.</p>
<p><b>11.</b></p>	<p><b>Any other business</b> Tom Ingall thanked everyone who had subscribed for Skye Orchard eggs and said the enterprise would not have worked without the support of the Canalside community.</p>
<p><b>12.</b></p>	<p><b>Close</b> The Chair thanked everyone for attending the meeting and the meeting closed at 6.10pm.</p>