

**MINUTES OF THE SPECIAL MEMBERS' MEETING OF STOGUMBER
COMMUNITY VILLAGE SHOP LTD (SMM)**

HELD ON 22 JANUARY 2025 AT 19.30 IN STOGUMBER VILLAGE HALL

PRESENT:

- A total of 38 shareholders were either present in person or had authorised proxy votes. (A register of those attending is held by the Company Secretary.) The meeting was deemed quorate, i.e. a minimum of 10% of the 155 shareholders were present.
- A considerable number of non-shareholding villagers were also in attendance. As non-shareholders these individuals were not permitted to vote.

APOLOGIES:

Received from: Marilyn Brammall, Sheila Conrad, Russell Coward, Melissa Derricourt, Jeremy & Karen Foley, Barry & Jenny Hibbert, Kim Rew, Josephine Robertson, Tracey Sandy, Sean & Suzanne Tuckfield, Alison White, Peter & Brenda Wilson.

REPORT BY CHAIR (LANCE MOIR - LM)

LM welcomed those present to the first shareholder meeting of Stogumber Community Shop Ltd, and explained that Annual General Meetings would be held by September each year, following the production of accounts. Today's Special Members' Meeting served three purposes:

1. To update shareholders;
2. To elect the Management Committee and Company Secretary;
3. To pass a technical resolution on accounts preparation.

Whilst the freehold of No 4 had been purchased, it would still be sometime before we could move in. Planning Consent had been granted, and we were now at the stage of obtaining detailed plans and raising the money to fit out. Broadly speaking £150k was needed, having so far raised £60k from grants and a loan – so there was some way to go. Grants are difficult to obtain: the National Lottery has twice turned us down, and the government has not put in place schemes to replace the now defunct Community Ownership Fund. Once detailed costings have been obtained a better funding strategy can be devised: this may include further loans (which we want to avoid) and targeted fundraising. All this requires detailed attention, which had not been possible for the past few months.

Trading remains stable at about £150k p.a., thus yielding a profit of £2k—£3k after rent. While there are many things we can do to improve profitability, these take time: as a volunteer-led organization we each give the time we can, and so progress inevitably is slower than would be in a commercial organization. The new till should be in place in time for stock take at the end of March, and thus facilitate more efficient buying. Overall there are many operational efficiencies we can make and these will be a focus over the coming year – one of these will be an updated series of end of day tick lists which Sheila Wilson will introduce. LM reminded the meeting that progress is often made by lots of little steps, but in the end *what we most need are more customers spending more*. We can encourage regular orders, whether for bread or meat on which we make 20%, but it was important to understand that every £10k additional turnover meant a further £2k+ in profit. In short, while volunteers are at the heart of who we are, and we are all incredibly grateful for everyone doing what they can, we still need to do need more. For example, Sheila Wilson currently has two specific vacancies, including one for a paper shift.

LM then thanked some of the people who would not be standing for election to the Management Committee. Paula Clements got our marketing off to a professional start, including sorting out a new website; Nick Browne drew (and continues to draw) plans/ provide architectural guidance, and his work was critical to early-stage thinking; and John Withrington is stepping down as Company Secretary: John's organization and calm demeanor would be missed, but this meant that we will need a new Company Secretary. (It is not a hard job going forward, consisting primarily of maintaining the share register, circulating notices of meeting, and taking committee minutes to be posted on the website.) LM concluded his report by expressing his gratitude to the continuing committee who all work hard.

REPORT BY JULIAN SPICER (JS)

JS reported that Nick Browne had recommended that Adam Elston (AE) should be our Project Architect, and Adam had drawn up drawings as a result: these had been submitted for Building Regulations approval, and accordingly constituted work in progress. Feedback had included the legal requirement that No 4 should be accessible, to which it had been pointed out that the church opposite had a toilet, and that keys were available to open up the church if needed. Once all matters had been resolved revised planning permission would need to be sought ... hence we were in somewhat of a 'loop' at present. A new schedule of works would be drawn up, at which point we could go out to tender for the work. Once the contract was awarded AE would be supervising the building work, including the digging of foundations for the stock room: this would require the presence of an archaeologist, but since we are not required to dig further than is needed for the foundations, it was to be hoped that nothing significant would be found! In due course professional advice would be

sought about stock layout and the maximization of sales. Once complete, plans for the actual shop relocation would take place.

In response to questions from the floor, a number of points were made:

- Progressing plans and construction relied upon a guaranteed source of funds beforehand, LM adding that more detailed costings would be required in order to underpin further approaches for funding. Building was not likely to commence until next Spring, probably starting with the stock room;
- LM noted that the £30k of the grants he had raised to date depended on raising the remainder – one grant had a two-year window, the other no such deadline. JS noted that the ‘loop’ had first to be negotiated before a robust understanding of the cost/amount to request in grants could be achieved. LM confirmed that he had discussed fund raising with the local MP;
- JS was asked, in the event of a funding shortfall, if reconfiguration of the building was possible? JS replied that once the amount raised/guaranteed was known we would be in a better position to consider such options, but it was important to understand that we had not yet exhausted all possible sources of funding;
- On current operational matters LM noted that the acquisition of a new till – enabling barcode scanning and integrated scales – would greatly facilitate e.g. pricing and accounting: Roadwater’s community shop had such a till, and he and others would be visiting to see it in practice;
- LM was asked if, in the event of a funding shortfall, an interest-paying loan would be a possibility, for example by a body such as the Public Works Loan Board. LM responded that the key remained more customers spending more money: raising turnover by £200 p.w. would yield a further £2k—£3k profit per year. If increased turnover were a realistic possibility, it would be easier to seek a loan. For such a body as the PWLB, a reduction in turnover could be problematic. JS added that, once the shop had moved into No 4 rent would no longer be payable, which would help the situation;
- LM reiterated strongly that a priority had to be more customers and better turnover: suggestions from the audience included advertising more on social media, loyalty cards (impractical), shareholder discounts (no guarantee it would generate additional business), and identifying gaps in goods needed (already done, and the new till will enhance our understanding, as well as streamline better data on wastage and inform the annual stock take). One suggestion was to liaise with Roadwater to see if a partnership could be developed with this and other shops to leverage better prices when it came to purchasing stock.
- In response to a question about the shop’s post office, LM assured the meeting that the post office would be with us for the foreseeable future. What was not widely understood was that *any* transaction involving the post office – from buying a stamp to withdrawing cash – attracted income from the Post Office itself.

ELECTION OF MANAGEMENT COMMITTEE AND COMPANY SECRETARY

No nominations having been received in either category, it was suggested by LM that the existing Management Committee be elected en bloc. Proposed by Chris Bramall and seconded by Tom Vesey the proposal was agreed unanimously, the position of Company Secretary standing vacant.

The Management Committee will comprise accordingly: Lance Moir (Chair), Lucy Bateman, Sheila Gibbs, Jerry Pattison, Kim Rew, Russ Sandy (in attendance), and Julian Spicer.

RESOLUTION BY MEMBERS

LM noted that in accordance with Rule 6.2 the Society shall not appoint auditors to audit its annual accounts, but in accordance with Rule 6.3 appoint Old Mill to prepare accounts. LM explained that accounts are prepared annually by accountants, reviewing the business with independent scrutiny. In future a local book keeper might prove cheaper, but in the current climate the company concerned was, he felt, money well spent. Following a suggestion that Roadwater, and other such community ventures, could share the services of an account/book keeper to save money LM agreed that this was something worth considering.

The resolution was proposed by Sheila Gibbs, seconded by Chris Bramall, and passed unanimously.

ANY OTHER BUSINESS

There being no further business, the meeting closed at 20.30.