



Minutes of Members Meeting

Held at the British School Room, Cliff Road
At 7.00pm on Monday 20th November 2023

In attendance and apologies

In attendance were Mike Johnson, chairman, Janette Templeton, Richard Hulme, Geoff Martin and 15 members.

Apologies were received from Jonathan Gould, Paul Froggatt, Beryl Clampton and Aaron Haines (Sherston Co-op Branch Manager).

1. Minutes of the Members General Meeting held on 28th November 2022

These were taken as read and approved.

2. Review of the year

The chairman said that this had been a more challenging year.

Some notable changes had been:

- Unit 4 - Mobile Thinking (James Harris) handed in their notice at the end of March and relocated their business to Swan Barton. Unit currently vacant. There has been some interest in this unit over the last 6 months – including the possible relocation of Shear Class out of Units 2/3 and a local business that was considering relocating their business into this unit. Still vacant – but was gratefully used on Boules Day by the Boules Control team (at no cost I should add).
- Units 2/3 -We had been in discussion with Shear Class for some time about a possible relocation of their business to Unit 4. Indeed, terms had been agreed for this to happen but at the last minute, following the sudden closure of the shop on Church Street occupied by Apples and Pears they decided instead to relocate there. Their lease was terminated on 1st September.
- We are therefore now actively seeking new tenants for both units. I am pleased to say that, despite these obviously difficult times, there is some interest in both units, and we remain hopeful that we will find new occupants in the not too distant future. Currently advertised via James Pyle on Rightmove and on the building itself. If anyone knows someone who might be interested, please pass on the word.
- In meantime – we have reduced our expenditure on waste collection (monthly) and cleaning (less frequency).
- With apologies for endlessly repeating the same message – it is the income generated from our occupiers that pays for the maintenance and repair of the building. No money is spent on management fees. In addition, this income is used to pay the PC our annual rental fee (£12K) which in turn is used by the PC to repay the PWLB loan.
- As most of you will be aware we have been making advance rental payments to the Parish Council for several years. £72k (6 years advance rental) has to date been handed over to the PC. I will leave it to Geoff to explain how this “advance” payment has now benefited the PC – by significantly reducing the PWLB loan.

- I should add that the income generated from our existing remaining tenants is more than sufficient to cover both our ongoing liabilities in terms of annual rental payments and general maintenance and repair. The short term effect of having vacancies in some of the units simply reduces the amount of money that we might have available to spend on good causes.
- Indeed, over the last four years we have been able to make significant donations to a number of different “village” good causes – including most notably in the last 12 months a £20k donation to the Village Hall (plus a commitment to provide up to a further £30k should it be necessary). You may also have noted the recent work undertaken to improve the access to the Recreation Ground – also funded by SOSIC.
- We intend to continue to make contributions towards “village” good causes whenever possible – subject of course to our finances. I will be speaking to the PC in the next few months about what might be required and of most benefit to the village during this financial year. What we will not be doing is to decide ourselves on how this money should be spent - that is not our role. Money ideally to be spent on notable projects rather than being spent on unspecified uses.
- In the meantime, we must continue to budget for any significant additional costs – roof repairs or car park repairs etc. This year for example we had to replace the front door leading into the Coop at great expense (it being a listed building). That work has now been completed – much to Mary’s delight I am told at the Coop.
- As you know all the work undertaken by the Board is undertaken voluntarily. Jonathan Gould spends an inordinate amount of time on your behalf problem solving + organising repairs. Grateful thanks to him and the rest of the Board – all of whom keep things running relatively smoothly...
- Finally I also need to thank Vicky Saucedo – our cleaner – who continues to clean and sanitise the building (albeit currently at a reduced scale – until we get back to full occupancy).

3. Board membership and succession planning

No director has, this year, to retire by rotation and all have agreed to continue in office. Once again the chairman highlighted the increasing need to have a succession plan and more diversity in the board. The board particularly seeks someone with accountancy skills.

4. Directors’ Reports

- Membership

Janette Templeton reported that she had ‘cleaned’ and updated the membership list and, with the chairman’s help, had also recruited 49 new members taking the total now to 276. She intends to continue a recruitment drive.

- Tenancy

Richard Hulme said that the renewal of the lease at unit 1b was taking longer than expected but would soon be complete. There have been a number of positive enquiries for the units currently vacant. James Pyle is advertising those premises on our behalf and, dependant on progress, the strategy will be reviewed early in 2024.

- Property

Jonathan Gould’s written report particularly noted the new shop front door (made to the exacting standard required for the building’s ‘listed’ status), a new flush valve to the Gents’ urinal, ensuring continued compliance with Fire alarm requirements and building evacuation procedures, Portable Appliance Testing (Microwave & Kettle), replacing two slipped roof tiles, improving the outside lights

and facilitating the discovery (finally found to be on Village Hall premises) of a major water leak for which Bristol Water was initially holding us responsible.

- **Finance**

Geoff Martin reminded the meeting of the history of the £250,000 borrowed by the Parish Council (PC) from The Public Works Loans Board which contributed to the purchase of the Old School premises. He noted that this had now been reduced to around £150,000 by the use of the accelerated rents paid by SOSCIC in previous years. The rental income of £12,000 pa paid by SOSCIC to PC ensures that PC can meet its mortgage repayment obligations. He also said that donations to PC and to the Village Hall, being for the benefit of the community, should be allowed as a business expense for tax purposes, an important consideration as SOSCIC begins to move into taxable profit territory.

The accounts ending March 2023 are for a year of full tenant occupation and show considerable improvement in cash. With the reduced rental income in the current year members should not expect this to continue, although he is confident that the business remains on a stable footing.

5. Questions

Nic Riley, chairman of the Village Hall, thanked SOSCIC for its donation to their recent building works and its support for contingencies that may arise with the project. He said that these two things had given them the confidence to proceed with the works, which are now complete.

There were many questions from the floor:

It was noted that the accelerated rents paid by SOSCIC to PC would enable SOSCIC to withhold some future rental payments. Geoff Martin said that there is no intention to do so and no present reason to doubt the ability of SOSCIC to continue to make rent payments. Is the £25,000 reserve 'adequate' for unbudgeted emergency costs? There is no current reason to doubt the health of the roof and a quick inspection by the roofer who had replaced the tiles did not reveal any immediate cause for concern. SOSCIC could have a professional survey carried out but only at considerable cost that the board currently considers not to be justified.

As SOSCIC has made a profit in the year will corporation tax be payable? Geoff Martin said that profits at this time were covered by brought forward tax losses. However this situation will not continue for long and the benefit of arranging our affairs to avoid tax is something your board is keeping under review.

Could Dyson be a possible tenant for the vacant premises? Is the vacant space at Stretchline likely to compete? Does the Co-op want to take more space? All these questions are important but at this stage they remain something that your board will manage as required. There were thanks and support for SOSCIC from the floor.

6. Chairman's closing remarks

Mike Johnson thanked all members for coming to the meeting and for their continuing encouragement and messages of support.

He then closed the meeting.

Mike Johnson
Chairman