

## Notes of the 2016 Annual Members' Meeting

Wednesday 15 May 2017, 7.30pm – 9.30pm  
Old Music Hall, 106–108 Cowley Road, OX4 1JE

### 1: Attendance and apologies

Present: Elise Benjamin (Booking Co-ordinator), Julian Coates, Sheba Cooper, Frederik Ferner, Tina Friedrich, Ingrid Gaitet, Ailsa Homfray, Richard Howlett (ex-booking co-ordinator), Kathrin Luddecke (company secretary), Rune Lyngsoe.

In attendance: Stuart Mabbutt (stallholder) – who joined after the meeting.

Apologies: Hannah Fenton (treasurer), Rupert Griffin, Jill Haas, Helen Hewlett, Dave Homfray, Brian Levison, Craig Simmons, Maria Skoyles, Helen Wallis.

The formal meeting started slightly delayed at 7.40pm.

The society has 57 members at present, so the quorum stands at 6 members.

### 2: Minutes of the last Meeting

Kat took members through the [Minutes of the last Annual Members' Meeting](#) on 20 May 2016. Tina proposed that the minutes were agreed as a correct record, Jules seconded this.

**These were agreed as a correct record (nem.con.).**

### 3: Reports for the period 1 January 2016 – 31 December 2016

#### a) Vice-Chair's Report

Rupert had stood down as chair and the committee had been unable to fill the position this year. Tina, as vice-chair, gave the report, including:

- Health & Safety Working Group, led by Dave and Jules, produced a H&S policy for the market
- Change of bookings co-ordinator (Richard → Elise)
- Difficult year – decline in footfall; problems keeping and getting stalls; school flood...: a priority for the incoming committee, likely to have a number of causes
- More engagement from the school (a number of school stalls, participated in 10th Birthday Project...)
- For this year (2017): Finally have a community notice board (thanks to Ingrid)

Tina added about the 10<sup>th</sup> Birthday Celebrations, a lot of people helped: a task group led by Hannah, with help from Maria, Ailsa, got us a community grant from Midcounties Co-operative; Richard as co-ordinator helped too. Maria led engagement with the school, also involving stallholders, with children producing single-line drawings of products. The designs were then voted upon at two markets, with the 10 best drawings used on the mugs we got made.

## **Notes of the 2016 Annual Members' Meeting**

It was more than just celebrations, we tried to bring in the school community more, supported by the headteacher. The school came back to sell cards at Christmas. Elise added that there are links and might be more stalls and other involvement coming.

### b) Booking Co-ordinator's Report

Richard kindly stepped in to give a quick report about his time until he gave up the role in November. His impression was that other markets too were experiencing a slight decline, from anecdotal evidence. A key issue was the coffee van where the idea had been that this would bring in more footfall but has had a great negative impact on the market café.

Gradual loss of Crudges was anticipated to be an issue; this is actually now happening (2017). Change of layout implemented autumn 2015 – with two stages; generally it seemed to work well despite fears, though inside stalls continue to feel they have less footfall but we have addressed with customer flows and crush in the hall.

Idea to spread into front playground and café to spread into the hall more, which did not really happen, but are ideas to remember. On the day we had to have the whole market outside, due to the temporary flooring going in, there were logistical issues but positive feedback from customers. New stalls we could remember included Wildman, Bocados.

Elise Benjamin added to this, having taken on the role from Richard Howlett in November 2016 – not an easy time for a handover although some Christmas stalls had been booked by him already:

- As our catchment area has such a transient population, bringing in local musicians and their followers seemed to work
- Running our market stall at the Christmas market was a useful thing
- Tried to get local Christmas bauble makers but too late in the year (via Etsy)
- A few new stallholders so a good induction for Elise, also layout!

Thank you to both.

### c) Volunteer Co-ordinator Report

Kat Luddecke gave this report, with highlights including (details available):

- 15 volunteers this year (2016) who between them covered 96.5 shifts of 1.5hrs each (total donated 144.75 hours of time, for free – would be around £1k on minimum wage!); this was fewer volunteers than the previous year and it seemed that we had fewer students involved than had been the case in the past
- In addition, the members of the management committee are also volunteers who gave their time, worth around another £1k, plus people with different skills and interests – e.g. repairing equipment, painting blackboards etc., a big thank you to all
- The market managers had started to be paid (as freelancers) this year, as it had been very difficult to cover this with volunteers, as longer shifts with greater responsibility.

Kat would like to pass this role on to a new person, as she had been doing it for some years.

## Notes of the 2016 Annual Members' Meeting

### d) Membership Report

Kathrin Luddecke gave this report, having taken on membership administration from Helen Hewlett when she had to resign due to personal circumstances, with highlights including:

- At beginning of 2016 year, we had 47 members, with some renewing (some after a gap), some not renewing and some new members, we had 54 at the end
- Membership stalls were run to allow members to renew for 2016 at the market, as well as emails.

We still have what we know is a basic membership strategy kindly drafted by Helen Hewlett, to be developed further in future. Tina noted we should advertise the few benefits we currently have before the AMM, e.g. the raffle of market goods today; Elise added the mugs are £1 cheaper for members; Rune suggested potentially earlier entry for members though it may be difficult to organise and enforce.

Richard suggested that perhaps if the committee has queries and thoughts it might be an idea to run it past the members; Tina agreed that membership consultations might be good. There was agreement round the table **for the new committee to consider this**.

### e) Treasurer's Report

Hannah Fenton was unable to attend to present her report but had kindly submitted plenty of information:

- [The Profit & Loss and then Balance Sheet](#) for the year from Jan.–Dec. 2016, with a £35 discrepancy (projected for all to view and available in printed copy) – she is asking for help with reconciling this
- [A report to go with the financial figures for 2016](#), with a request for someone with financial expertise to join the new committee for 2017/18 (kindly read out by Ailsa) – this report includes proposals for this year (to deal with a rise in the school hall rental they have asked for), **to look at by the new committee**.

As part of her reports, Hannah also asked:

- for help in resolving the £35 discrepancy – Tina / Rune volunteered to do so, Ailsa could also help (inc. looking into the miscellaneous expenses, which appeared quite a lot higher than the donation by Midcounties Co-op)
- someone with a financial background to step onto the committee to help this year – it would be much appreciated.

Insurance – it was noted that we now had cover through the Oxfordshire CAGs; Elise will have look to check that this is fine, e.g. asking CAGs directly. She is also interested in exploring umbrella insurance to help cover e.g. new stallholders who want to try it out. We had a look through [photos by Mim Saxl](#) and read Hannah's [special report about the 10<sup>th</sup> Birthday Celebrations market](#).

## Notes of the 2016 Annual Members' Meeting

Elise added she is aiming to get stalls booked right up to year end; Ingrid noted this how it has been done before. Ingrid asked about the Christmas bonus; Tina explained the background history; it is down to the committee and treasurer to make the decision in principle and the actual allocations.

The Society is allowed not to appoint a professional auditor, if members so agree, as turnover is below the threshold set by the FCA for compulsory audit by a professional auditor and our rules allow us to disapply the audit requirement. Kat asked members to agree this again this year, with Tina adding that members agree this again this year, on the understanding that an independent lay person will be asked to undertake an audit of the annual accounts, for a small honorarium (if needed) – in particular the £35 to be reconciled and miscellaneous.

**Members were unanimous in voting to agree the following:**

**The members exercise their power to decide not to appoint an Auditor to audit its Annual Accounts, as a result of the provisions of the Deregulation (Industrial and Provident Societies) Order 1996 and the Co-operative and Community Benefit Societies Act 2014 (part 7 sets out the requirements for accounts, audits and annual returns, in particular Section 84 which gives societies the power to disapply the audit requirement).**

### 4: Election of Management Committee Members and Officers

The market is run by a committee of volunteers, as set out in our rules. We are always looking for new people willing to play a more active role in this way. Members had been asked to express an interest in standing for the committee. The new Committee will agree who will take on specific positions required by the rules, such as Chair, Vice Chair, Treasurer. The aim is for the committee to reflect the balance between different kinds of members, e.g. stallholders, residents and non-residents.

**Ten nominations received were as follows: Julian Coates (res), Sheba Cooper (non-res), Hannah Fenton (res), Frederik Ferner (res), Tina Friedrich (res), Ingrid Gaitet (res/sta), Rupert Griffin (res/sta), Kathrin Luddecke (res), Rune Lyngsoe (res), Ian Paxton (non-res sta).**

**These were proposed by Elise and seconded by Ailsa; members were unanimous in electing them as members of the management committee until the next AMM.** It is still possible to co-opt other members, within the rules, e.g. to add expertise in particular areas.

It was also checked that the proposed committee will be fine in light of the requirements set out in rule 5 about the Composition of the Management Committee, including:

- Not less than 6 and not more than 15 persons
- Not more than one quarter may be persons co-opted by the Management Committee
- The numbers of non-resident members shall not exceed the number of Resident members.

The meeting expressed its appreciation of the work over many years put in by members of the 2016/17 committee who were not standing again for election – thank you so much:

## **Notes of the 2016 Annual Members' Meeting**

- Ailsa Homfray – retiring after 7 years, having been asked by Brian while chatting on the bench – she said it's been a hard decision, she's met lots of amazing people and people volunteering which can be difficult for customers to understand!
- Maria Skoyles – retiring after some years too.

### 5: AOB

Tina reminded people about the suggestion that Richard had also made before about passing ideas to members for views.

Richard asked about the timing of the AMM; this is partly due to historic reasons with the very first meeting and incorporation, partly to give time for the annual accounts to be prepared and ideally audited before presenting them at this meeting. The official annual return form is due to be received by the Financial Conduct Authority within 7 months of year end, so in our case before the end of July. Kat as company secretary leads on this, with support from the treasurer and information about committee members from them.

Raffle – thanks to Ingrid for organising this and asking stallholders for contributions; also to Elise for securing additional ones! Stuart drew the names out of the hat: Ailsa, Kat, Rune, Elise.

The meeting closed at 9.20pm.