

Minutes of the Annual General Meeting of the Combe Mill Society held on Friday 7th April 2017 in the Foreman's Office at Combe Mill.

1 Attendees

Ron Rutherford, John Ross, Mike Hallam, Sheila Hallam, Brian Layt, Frank Hudderston, Geoff Cox, Gordon Lord, Peter Hirst, Ron and Margeret Winfield, Carol and Tony Thurlby, Derek Goddard, Clive Brimson, Jack and Sandra Swallow, Philip Hawtin, Terry Bailey, Mervyn Merchant, Nick Russell, Jen Hurst

2 Apologies

Sharon Keen, Chris Callaghan, Derek and Doreen Turner, Ray Pitts, Margaret Gruber, Alan Elger, David Jones, Gillian Oldfield, Richard Newman, Bill Keen.

3 2017 Minutes

Minutes taken as read

4 Directors' Reports

4.1 Chairman's Report

AGM Friday 7 April 2017

This is my seventh year as Chairman and an opportunity to review our past year of activities.

Activities - we ran eight steaming events which attracted 1473 visitors. The Mill was open for viewing on Wednesdays and Sundays between April and September and received 307 visitors.

For the second year we held a Christmas Market which was very well received by the local community and attracted 300 visitors. Our Grand Draw was very profitably and there was still good demand for rustic reindeer.

Various Groups (from Berks & Oxford Paranormal Group to Wild Oxfordshire) visited and accounted for 192 visitors.

Beaver, Cub and Scout groups accounted for 135 visitors. Private bookings – birthdays and wedding receptions - accounted for a further 345 visitors.

No school visited this year, apart from one home education group of 16, but we did host a training day for Oxford University PGCE geography students and a half-day seminar for the University of Oxford – *Valuing Nature and Ecosystem Services*.

Hire of the Tea Room and Foreman's Office has brought in revenue as have sales of experience vouchers. We owe a big thank you to our blacksmiths, in particular, for their fund raising success through running these experience sessions.

Stewarding - continuing difficulty in filling the roster has led to the decision to stop opening on every Sunday during our season and instead to open just on the first Sunday of each month.

Training – John and Helena Sylvester attended a one day course about retailing and they hope that new stock they have bought will start to bring in good income when they are back in the UK from June onwards. Three further people have been enrolled on the level 2 food handling course so they are able to serve in the tea room.

Project work – our riverside Natural History of the Evenlode display and accompanying leaflet were completed with funding from WODC, Sylva and TOE2 and the help of Blenheim foresters in making and erecting the display mount. An unveiling ceremony took place in memory of Julie Bouchier who is remembered by the display.

Fund raising – another eleven teeth have been sponsored by our Tooth Fairies. We had 30 teeth made that are ready to fit, and brass number discs ready to attach, but we have not needed to fit the teeth yet.

Few members are taking advantage of Easyfundraising when they do online shopping – this is a good opportunity to raise funds for Combe Mill

At the last AGM I reminded you of my intention to step down as Chairman at this AGM.

We have been working towards sharing out the various administrative tasks that I currently do and we have achieved some success in accomplishing this. However, it is clear to me that stepping down today would not be in the best interests of the Society. I have therefore decided, with the support of my colleagues, to remain as Chairman.

Between now and October, the Trustees will establish a group to consider, and put in place, changes to our Articles of Association that will better reflect how we wish to organise ourselves.

We have already talked about running a Management Committee that deals with matters which the Trustees need not be involved in.

Trustees need not be involved in the everyday running of the Mill. Trustees set objectives, procedures and budgets and oversee activities and performance.

Our Management Committee will comprise non-Trustees and will arrange and carry out the regular public events and maintenance of the Mill.

So, members/volunteers have the future in their own hands. No committee meetings – just regular reports to the Trustees.

Please will some of you consider taking on some of the roles that I currently do. Please think about doing something within the management committee or becoming a Trustee.

This marks a great opportunity for members and volunteers to make a success of the Mill and provide evidence to Trustees that it have a viable future.

In October I will expect that new arrangements exist which will enable me to step down without disruption to the operation of the Society.

4.2 Treasurer's Report

AGM Thursday 07 April 2017

End of year overview

Our income was generated by:

| | |
|-------------------------|----------------|
| Admissions | £ 9,091 |
| Forge sales | £ 1,339 |
| Tea Room sales and hire | £ 5,267 |
| Retail sales | £ 960 |
| Experience Vouchers | £ 650 |
| Donations | £ 1,103 |
| Grants | £ 2,476 |
| Subscriptions | £ 797 |
| Sub-total | £21,683 |
| Other | £ 6,711 |
| Total | £28,394 |
| We spent | £28,032 |

Headline figures

We began the year with a total balance of £15,416 (£16,748)¹ (society and project monies).

Our operating income for this financial year was £28,394 (£31,259) and our operating cost was £28,032 (£31,136) – resulting in a surplus of £362 (£123).

We finished the year with a carry forward amount of £15,778 (£16,602).

To provide a little more detail, let's look at the **major cost categories**.

Fundraising activities generated £10,542 (£9,106) at a cost of £7,179 (£4,535). We had a surplus of £3,363 (£4,571).

Income from the hire of rooms was £1,255 (£1465). We have continued to sell blacksmith experience vouchers to provide unusual gifts and have sold another nine at £50 each this past financial year. Four beam engine experience vouchers have also been sold at £50 each.

Charitable activities – operating the Mill and demonstrating the forge and waterwheel raised £10,430 (£11,571) at a cost of £9,510 (£16,097) – a surplus of +£920 (-£4,526).

Normally any surplus is considered as contributing to the cost of upkeep, maintenance and administration. Within this figure for charitable activities is the cost of maintenance and project work costing £4,058 (£6,909). We also spent £853 (£2,772) on Woodland maintenance which was funded by the balance of a TOE2 grant of £1,956. We have set

¹ Figures in brackets are for financial year 2015-16

Treasurer's Report



aside part of the proceeds from the Xmas Market to fund future woodland maintenance work.

We also spent £2,538 (£712) on Interpretation and £192 (£3,079) on Learning Resources which covers the cost of buying materials, consumables and tools for our hands-on activities and demonstrations. £135 was spent on training.

Voluntary Income comprises membership fees, donations and small grants. Our income from this was £4,470 (£7,834). Our volunteer costs consist of paying for sustenance and protective clothing, travel costs and publishing the newsletter. This cost £364 (£1,264). Within this voluntary income is included a Community Activities grant from WODC for £500, and £1,956 from TOE2.

We recovered £2,297 (£1,704) in Gift Aid rebate as a result of membership subscriptions, donations and gift aided ticket sales.

We also raised another £220 (£702) towards the cost of replacing wooden pit-gear teeth. We spent £667 on waterwheel maintenance.

Receipts arising from refunds on purchases amounted to £107 (£185) and will be assigned to offset various expenditure headings in the final audited accounts.

Payments also relate to the **governance** of the Mill and comprise two parts – **upkeep** and **administration**. The cost of upkeep was £5,037 (£4,256) and the cost of administration was £5,580 (£4,756).

Under the heading of administration is the cost of PLI plus EL insurance, contents insurance and Directors and Officers cover. We have this year again re-assessed our insurance cover requirements and ensured value for money.

We received the full 80% Council Tax Relief because we are a charity but no discount from WODC as discretionary relief.

Taking payments using PayPal Here does incur a modest fee (2.75%) which we will be treating as a business expense.

I have prepared a cash flow forecast for the year ahead using conservative estimates for income and pessimistic estimates for expenditure. The next Board will be able to monitor the financial situation and decide which if any activities and expenditure will need to be curtailed to limit our potential losses.

Thank you everyone who has worked so hard to generate our income and those who have spent our money on maintaining and developing the Mill and educating and informing all those who visited.

Tony Simmons

07 April 2017

COMBE MILL SOCIETY – Minutes of AGM 22 April 2016

COMBE MILL SOCIETY Receipts & Payments Account

| | Y/e 2017 | | Y/e 2016 | |
|---|-------------|-----|-------------|-------------|
| | | B/F | | B/F |
| Balance at 1 April | | | £ 15,415.84 | £ 16,478.40 |
| Lloyds TSB | £ 5,268.89 | | £ 11,174.17 | |
| Savings Reserve | £ 10,000.00 | | £ 5,000.00 | |
| Petty Cash | £ 146.95 | | £ 304.23 | |
| Receipts | | | | |
| <u>Fund Generation</u> | | | | |
| Refreshment Sales | £ 4,012.15 | | £ 3,682.73 | |
| Retail sales | £ 960.34 | | £ 720.39 | |
| Souvenir Brochure Sales | £ 403.50 | | £ 447.00 | |
| Sales of Donated Items | £ 1,440.25 | | £ 1,380.31 | |
| Other Sales | £ 17.00 | | £ 20.00 | |
| 100 Club Subscriptions | £ - | | £ 205.00 | |
| Xmas Market proceeds | £ 1,722.35 | | £ 636.00 | |
| Hire of riverside Tea Room/Foreman's Office | £ 880.00 | | £ 1,312.00 | |
| Blacksmithing Experience Vouchers | £ 450.00 | | £ 300.00 | |
| Hire of Foreman's Office | £ 375.00 | | £ - | |
| Hire of picnic area/firepit | £ 81.00 | | £ 152.50 | |
| Beam engine experience vouchers | £ 200.00 | | £ 250.00 | |
| | £ 10,541.59 | | £ 9,105.93 | |
| <u>Charitable Activity Income</u> | | | | |
| Admissions | £ 9,091.11 | | £ 10,712.47 | |
| Forge Sales | £ 1,339.00 | | £ 772.55 | |
| Childrens Activity Sales | £ - | | £ 86.00 | |
| | £ 10,430.11 | | £ 11,571.02 | |
| <u>Other receipts</u> | | | | |
| Forest Trail License Fee | £ - | | £ 60.00 | |
| Sundry receipts | £ 206.99 | | | |
| Gear tooth replacement sponsorship | £ 220.00 | | £ 702.00 | |
| Refunds on Purchases | £ 106.61 | | £ 184.65 | |
| Easy Fundraising | £ 16.03 | | £ 46.14 | |
| | £ 549.63 | | £ 992.79 | |
| <u>Voluntary Income</u> | | | | |
| Member Subscriptions | £ 797.00 | | £ 868.05 | |
| Donations | £ 1,102.54 | | £ 2,353.65 | |
| Grants Received | £ 2,476.04 | | £ 3,431.91 | |
| Hardcopy newsletter premium | £ 94.00 | | £ 30.00 | |
| Donations for Line Shaft motorisation | £ - | | £ 1,150.00 | |
| | £ 4,469.58 | | £ 7,833.61 | |
| <u>Tax Rebates</u> | | | | |
| Gift Aid Refund | £ 2,297.07 | | £ 1,704.54 | |
| | £ 2,297.07 | | £ 1,704.54 | |
| <u>Loans received</u> | | | | |
| Loans from supporters | | | £ - | |
| | £ - | | £ - | |
| <u>Interest Received</u> | | | | |
| Savings Reserve account | £ 87.33 | | £ 46.16 | |
| | £ 87.33 | | £ 46.16 | |
| <u>Door Key Deposits</u> | | | | |
| Door Key deposits | £ 19.00 | | £ 5.00 | |
| | £ 19.00 | | £ 5.00 | |
| Operating Receipts | | | £ 28,394.31 | £ 31,259.05 |
| | | | £ 43,810.15 | £ 47,737.45 |
| | | | ===== | ===== |

COMBE MILL SOCIETY
Receipts & Payments Account

| | Y/e 2017 | Y/e 2016 |
|--------------------------------------|------------|-------------|
| Payments | | |
| <u>Voluntary Income Costs</u> | | |
| Sustenance & protective clothing | £ 184.06 | £ 720.03 |
| Volunteer travel costs | £ 60.82 | £ 199.60 |
| Other | | £ 220.80 |
| Postage Newsletter | £ 118.80 | £ 123.12 |
| | ----- | ----- |
| | £ 363.68 | £ 1,263.55 |
| <u>Fundraising Sales Costs</u> | | |
| Shop Supplies | £ 1,074.02 | £ 988.49 |
| Fuel for Small Engines | £ 46.14 | £ 5.65 |
| Flyers/Brochures/Posters | £ 2,348.86 | £ 708.11 |
| Payment for visiting attraction | £ 750.00 | £ 989.33 |
| Retail Supplies | £ 1,646.03 | £ 481.80 |
| 100 Club Prize | £ - | £ 205.00 |
| Bought-in catering | £ - | £ 247.50 |
| Advertising | £ 492.40 | £ 585.04 |
| Web Site hosting and support | £ 671.84 | £ 323.55 |
| Return of booking deposit | £ 150.00 | £ - |
| | ----- | ----- |
| | £ 7,179.29 | £ 4,534.47 |
| <u>Governance - Upkeep</u> | | |
| Telephone/broadband | £ 497.61 | £ 345.26 |
| Rent | £ 156.84 | £ 120.00 |
| Rates | £ 248.50 | £ 246.50 |
| Water | £ 218.02 | £ 185.11 |
| Electricity | £ 2,418.86 | £ 1,988.23 |
| Fire Extinguisher Service | £ 486.00 | £ 733.87 |
| Boiler Inspection Fee | £ 180.00 | £ 180.00 |
| Cleaning (incl materials) | £ 278.95 | £ 301.61 |
| Fire/intruder alarm service | £ - | £ - |
| Lift Service Contract | £ 432.00 | £ 180.00 |
| Waste collection charge | £ 120.24 | £ - |
| Other purchases | £ - | £ - |
| | ----- | ----- |
| | £ 5,037.02 | £ 4,280.58 |
| <u>Charitable Activities</u> | | |
| Fuel Oil for Boiler | £ 1,000.21 | £ 983.21 |
| Consumables for Boiler | £ 34.16 | £ - |
| Consumables for Forge | £ 699.56 | £ 378.99 |
| Maintenance of Premises | £ 1,389.37 | £ 2,125.58 |
| Maintenance of Displays | £ 278.81 | £ 622.25 |
| Maintenance of Equipment | £ 1,592.16 | £ 520.57 |
| Maintenance of Woodland | £ 853.36 | £ 3,359.39 |
| Materials for Waterwheel Project | £ 667.00 | £ - |
| Learning Resources | £ 191.93 | £ 3,079.27 |
| Training Costs | £ 135.00 | £ 615.40 |
| Interpretation | £ 2,538.29 | £ 711.93 |
| Line shaft motorisation project | £ 130.70 | £ 3,640.69 |
| Forest Trail License Fee to Blenheim | £ - | £ 60.00 |
| | ----- | ----- |
| | £ 9,510.55 | £ 16,097.28 |
| <u>Governance - Admin</u> | | |
| Printing Admin Related | £ - | £ 123.00 |
| Stationery | £ 1,830.45 | £ 951.99 |
| Reference book or publication | £ - | £ - |
| Postage Advertising | £ 80.96 | £ 298.26 |
| Postage Administration Related | £ 116.01 | £ 100.12 |
| Computer supplies | £ 118.80 | £ 48.98 |
| Subscriptions for Other Bodies | £ 430.00 | £ 360.00 |
| Insurance - Public Liability/EL/PL | £ 1,752.03 | £ 1,688.32 |
| Directors & Officer Insurance | £ 201.63 | £ 195.50 |
| Raffle registration | £ 60.00 | £ - |
| Accountancy Fees | £ 990.00 | £ 990.00 |
| | ----- | ----- |
| | £ 5,579.88 | £ 4,756.17 |
| <u>Door Key Deposit Refunds</u> | | |
| | £ - | £ - |
| | ----- | ----- |
| | £ - | £ - |
| <u>Assets purchased</u> | | |
| Office equipment | £ 361.96 | £ 228.56 |
| | ----- | ----- |
| | £ 361.96 | £ 228.56 |
| <u>Loan repayments</u> | | |
| Loan repayments | £ - | £ - |
| | ----- | ----- |
| | £ - | £ - |

COMBE MILL SOCIETY
Receipts & Payments Account

| | Y/e 2017 | | Y/e 2016 | |
|---------------------|--------------------|-------------|--------------------|-------------|
| | | £ 28,032.38 | | £ 31,160.61 |
| | | £ 15,777.77 | | £ 16,576.84 |
| Balance at 31 March | | | | |
| Lloyds TSB | £ 5,255.05 | | £ 6,429.89 | |
| Savings Reserve | £ 10,000.00 | | £ 10,000.00 | |
| Petty Cash | £ 522.72 | | £ 146.95 | |
| | £ 15,777.77 | | £ 16,576.84 | |

Updated 31Mar2017
Unaudited

4.3 Secretary's Report

Steve Page read out the following report:

I would like to briefly update you on the past years activity as Company Secretary. I'm glad to state that we have had no incidents that have required the formal role to intervene, other than dealing with our insurance cover.

We decided to stick with our current insurer Richard Thompson who is providing cover for Public and Employee Liability, our artefacts including the clocks, and the outbuildings which are the society's liability. We also have in place insurance to cover Directors liability.

Steve Page, Company Secretary

4.4 Report of the Director responsible for Safety and Training.

Philip Hawtin read out the following report:

General

- 1 Taking the year as a whole I would describe the Society's safety performance as adequate. From my perspective adequate means that we have in place a system that is potentially fit for purpose but our application of the system can be patchy. This patchiness derives from the apparent belief by a minority of members that rules, even when they derive directly from Health and Safety Legislation, can be ignored if it suits the member's own beliefs.
 - ◇ The use of ladders is a case in point. Our steps and ladders are inspected by competent persons on a regular basis and I can determine when last they were inspected because the inspectors assiduously complete the attached tags.
 - ◇ This system works well because of the dedicated and well informed actions of the members who have taken on and carry out effectively the relevant inspection programme.
- 2 However a minority of members use ladders in ways that are contrary to the requirements of the relevant method statement. Members who knowingly disregard approved procedures need to bear in mind that by so doing they
 - ◇ May at a personal level be putting themselves beyond support by the various insurance policies that the Society has in place to cover accidental risk.
 - ◇ Could in extreme cases jeopardise the safety of other members and the future of the Society.
- 3 Grumbles in this area tend to fall into two general types:
 - ◇ the stupidity of banning conkers at schools and
 - ◇ the only reason I adopted my procedure was because it was better than the one prescribed and the system is too bone headed to change
- 4 Finance is not strictly a part of my remit. I would however observe that if I had £5 for each time I heard remarks such as "All Health and Safety is bunkum: they have even stopped school children from playing conkers", I would be a wealthy man. If in turn I gave an equivalent sum of money to the Society (under Gift Aid of course) it would go a long way to easing the treasurer's worries.
 - ◇ Remember the equipment we have under our control does not consist of a 'conker on a string'.
- 5 The way in which change can be brought about is discussed below

Breach of Safety Procedures

- 6 There was a significant breach of the Mill's Safety Procedures during the course of the year
 - a The incident arose when it was discovered that a regular inspection of the lift was seriously over due
 - b Immediately on detection the Director Responsible for Safety (DRS) banned the use of the lift and a review of the Society's arrangements for inspecting the lift was carried out by a member.
 - c As a result of the review a new contract was put in place for the regular inspection and maintenance of the lift.
 - d The lift passed the necessary inspection and the lift was returned to general use.

Safety Management and Documentation

- 7 The DRS has carried out a review of the Society's extant Method Statements and Risk Assessments. The general outcome of this review is that the majority of the required documents are in place. The following items are worthy of comment:
 - a The approach to risk management in the educational area is good and should be regarded as the minimum target for all other areas.
 - b There are several other areas deserving of praise.

4.5 Report from Jen Hurst (Education and Woodland)

Dissappointing that the schools have dropped off, however Alice Fox (primary school teacher) has agreed to be the education coordinator.

Youth group visits have increased. Cubs, Beavers and Guides have all visited, with Stonesfield paying many visits.

Teacher training is booked in for October.

Evenlode Catchement project – last meeting the Cotswold AONB want to gets some lottery funding to benefit the mill and river.

5 Election of Directors

Board have in some cases reluctantly agreed to stand again. Brian Layt proposed, Peter Hirst seconded, carried unanimously.

6 AOB

Meeting was closed at 20.29



COMBE MILL SOCIETY

r/o Combe Mill
 Blenheim Palace Sawmills
 Combe
 Oxfordshire, OX29 8ET
 Tel: 01993 359984
www.combemill.org

Combe Mill AGM Attendees 7th April 2017

| | |
|----------------|---------------------------|
| Ron Rutherford | Brian Lay-Williams |
| John Ross | Gordon Lord |
| SACK SWALLOW | Geoff Cook |
| Clive Brinson | Mick Jen Hurst |
| Tony Thurlby | [Signature] |
| Colin Thurlby | MERV MERCHANT |
| Derek Goddard | Edward Nash |
| Ron Winfield | |
| M Ann Winfield | |
| Mike Hallam | |
| Stella Hallam | |
| Pete Hunt | |

Combe Mill Society is a Company limited by Guarantee. Registered in England No.03784507. Registered Charity Number 1111029
 Registered Office: Combe Mill, Blenheim Palace Sawmills, Long Hanborough, Oxfordshire, OX29 8ET
 Directors: AG Simmons (Chairman), SG Page (Co.Secretary), P Hawtin, JL Lyon, RW Rutherford, JA Sylvester.