



**Number 63 (Soroptimist) Limited Minutes of the 70th Annual General Meeting
Held on Saturday 19 January 2019 at Lancaster Hall Hotel, London W2 3EL at 1.00pm.**

**1. Welcome , Notice of Meeting , Apologies for Absence and
4. Chairman's Remarks.**

The Meeting was chaired by Ann Garvie, Chair of the Board of Directors from January 2018. She welcomed Shareholders to the Meeting and thanked them for their attendance aware that for many it had been at great personal expense. She was also pleased to welcome Susan Williams, Patron of Number 63.

Carwen Wynne Howells, Board Administrative Officer, read the Notice convening the Meeting and announced that there were 107 Shareholders present plus 128 Proxy Votes. Voting Strength 235. Written apologies had been received from a further 10 Shareholders.

Ann Garvie then read the following statement on communication with Shareholders:
' The Board have been made aware of concerns on the part of some Clubs and Regions which hold shares that they did not receive postal notification of the meetings today. As with any Share Company or Society contact details for Shareholders are only as good as the information provided to the Share Registrar.

Due to the introduction of the new GDPR in May last year, Number 63 has no way of obtaining the personal details of Club and Regional Treasurers (held by SIGBI) hence we cannot send documents to them by post or indeed e mail.

(Individual Shareholders are still receiving documents by post although even the current Rules allow other methods of communication).

Clubs were advised in October, via the SIGBI Club Mailing, that all papers could be accessed on the Shareholders Section of the Number 63 website.

In December a further notice appeared in the Club Executive Mailing advising Clubs that the Accounts and Proxy Forms were available on the website.

There was also a summary of the mailings in the recent issue of the Soroptimist Magazine. We were made aware at the (SIGBI) Conference in Liverpool that not all Clubs had seen the Notice. As a result further work was undertaken by Liz Batten to e mail Clubs.

It is for your Clubs and Regions which hold shares to notify the Share Registrar of their Treasurer's details every time they change. Please remind them .

In future years, it is likely that all Shareholder notifications will be sent out by e mail to save unnecessary costs.'

Ann Garvie then informed Shareholders of the loss of the following Shareholders:
Sheridan Brimacombe , SI Plymouth, Promoter of the 2000 Club and a past Director of Number 63.

Gloria Proops , SI Bournemouth, Manager of Number 63 from 1997 until 2008.
She was also aware of the loss of other Shareholders during the year and asked Shareholders present to be upstanding in memory of those who had died during the year.

Ann Garvie was pleased to be able to inform Shareholders that Number 63 had retained its 3 Star AA Rating .

In order to retain and potentially improve this rating, the Platinum Appeal had been launched to mark the 70th Anniversary of Number 63. She thanked those Shareholders who had already donated for their generous support.

‘Something for Ourselves – a History of Number 63’ had been compiled and published to mark the 70th year and she thanked Liz Batten, Director of Communications and Marketing, for undertaking this work and congratulated her on the finished product.

She advised Shareholders that, with their permission, photographs would be taken during the Meeting. Shareholders present agreed .

She informed the Meeting that the 2000 Club had continued to be generous to Number 63 and a cheque for £6,000 had been gratefully received . Lesley Thomas, Sheridan Brimacombe’s sister, has taken on her role as the promoter of the 2000 Club.

Hilary Preston, the 2000 Club’s Administrator, was unable to attend the Meeting but was thanked for her continued input into the administration of the Fund.

Anne Hudson, Administrator of the 500 Club , and her husband were thanked for their management of that Fund .

Ann Garvie remarked that ‘This year has been challenging’ . Shareholders would be updated by the Directors who would address them during the course of the Meeting. She would therefore make her ‘Chairman’s remarks’ brief.

The new Board had worked tirelessly throughout the year and she expressed her thanks to the Board of Directors, Board Administrator and Share Registrar .

It should be remembered that, as for previous Boards, all were volunteers and their input and loyalty to the wellbeing of Number 63 applauded.

Shareholders needed to be aware of the impact the Special General Meeting held in October 2017 had on the staff of Number 63. The uncertainty caused by the Resolution has had a profound impact on staff morale .

In concluding her remarks she advised that Hilary Clavering, Share Registrar, would complete her tenure at the end of the Meeting. Hilary was warmly thanked for her dedication and diligence and unstinting support of Number 63. She was presented with a gift as a token of appreciation.

2. Minutes of the 69th Annual General Meeting held on 20 January 2018.

There were no corrections to the Minutes.

3. Matters Arising and Acceptance of the Minutes.

There were no matters arising. The Acceptance of the Minutes was:

Proposed by : Susan Biggs (SI Burnley)

Seconded by: Johanna Raffan (SI Thames Valley)

and **Agreed** by those Shareholders present.

5. Financial Accounts.

5a Finance Director's Report.

In her Report Kay Linnell , Director of Finance, highlighted the following:

In 2018 , compared with 2017 ,there had been a decrease in Turnover of 10.5% ; cost of sales had increased by 4.5%. This had resulted in a decrease in Gross Profit of 8.17% overall .

This was largely accounted for by increases in costs associated with:

- Rates up by 5,883
- Repairs up by 22,106
- Depreciation up by 20,073
- SGM one off 30,440

She commented that these figures need to be seen in context. The Balance Sheet was a healthy one, the current value of the property was 5 million and the collateral was 278,000.

She thanked Liz Batten, Director of Communications and Marketing, for her work in respect of the new Booking System which will enable the Board to capture management costs more effectively.

5b Auditor's Report.

The new Auditors, Kreston Reeves , had been intensive in their questioning of the Accounts but had accepted them without qualification.

5c Acceptance of Accounts.

Kay Linnell commended the 2018 Accounts to the meeting as an honest, fair and true representation of the current financial position.

Proposed by : Ann Dawson (SI Stafford)

Seconded by: Ruth Healey (SI Surrey Hills)

and **Accepted Unanimously** by those Shareholders present.

6. Appointment of Auditors.

Joan Smyth (SI Bangor) asked why the Auditor had not been invited to the Meeting.

Kay Linnell responded that as Number 63 (Soroptimist) Limited was not a Society under the Companies Act 2006 it was not required to have the Auditor in attendance .

Shareholders were then asked to approve the appointment of Kreston Reeves as Auditors until the conclusion of the next Annual General Meeting.

The appointment was **Agreed Unanimously** by those Shareholders present.

7. Reports of Directors.

Liz Batten, **Director of Communications and Marketing**, outlined the reasons for updating the Booking System particularly the need for the Website and Booking System to be complimentary.

The Board undertook a tendering process as a result of which 'Brilliant Bookings/Welcome Anywhere' were appointed. The system was introduced in October 2018 and, after initial 'teething problems' is a welcomed improvement over the previous system and capable of providing detailed management information.

She explained to Shareholders the Payment Policy and what had prompted the changes and also outlined the Cancellation Policy.

Linked to the introduction of the new system are a series of 'offerings'. There is now a 'Special Deal' for Clubs that wish to book 5 rooms or more and Gift Vouchers are available for purchase.

Links with an on-line Travel Agent such as Bookings.com was being considered.

Business bookings at Number 63 need to be encouraged. An Open Day for Women's Organisations is to be organised in the Spring to promote Number 63's facilities and to encourage the use of the meeting rooms. A Spider phone had recently been purchased and new telephone points installed to facilitate 'remote access' for those unable to attend meetings in person and widen Number 63's potential as a Business venue.

Before introducing Giselle Davies, Director of Legal and Governance, Ann Garvie expressed her thanks to Geldards LLP for its support particularly in respect of the new GDPR and the development of a robust Privacy Policy for Number 63.

Giselle Davies, **Director of Legal and Governance**, informed Shareholders that the focus of her work during the year had been:

- Drafting the revised Rule Book, to be presented late that afternoon at the SGM
- Dealing with enquiries regarding Shares and the Share Register.
- Introduction of GDPR and Privacy Policy (through Geldards LLP)

Barbara Diamant, **Director of Human Resources**, had focused on reviewing staff performance, identifying areas of strength/weakness and initiating in-service training. Staff have been encouraged to improve their English language skills by attending lessons in their own time. She was pleased to report that Staff attitude to their work had improved as a consequence.

Due to a potential 'conflict of interest' Ann Garvie presented the Report on behalf of Angela Elkholy, **Director of Hotel Services**. Shareholders were informed that the reason for this was that the Board were considering franchising the Kitchen/Catering facility and had asked for 'expressions of interest'. One of the parties who had expressed an interest was a relation of the Director of Hotel Services.

In response to a question from the floor, Ann Garvie assured Shareholders that this proposal was at an early stage and that a number of issues would need to be taken into account prior to the Board going 'out to tender'.

8.Special Resolution.

Ann Garvie informed the Shareholders that the Special Resolution was withdrawn.

9.Election of Board of Directors Members.

As there was only one candidate for election under Rule 15.5 that candidate is deemed to be elected to the Board of Directors ,there being fewer nominations than vacancies on the Board.

Barbara Diamant is therefore elected to the Board of Directors.

Ann Garvie then invited Barbara Diamant to address the Shareholders.

In order to address the vacancies,Ann Garvie informed the Shareholders that the Board intended to co-opt individuals with the appropriate skills to serve as Directors. She invited those present who might be interested in serving on the Board to approach the Board.

Marilyn Jack (SI Hamilton)asked about the position of Share Registrar. Ann Garvie informed Shareholders that the position ,which was not that of a Director , had yet to be filled.

10.Report of the 500 Club.

Anne Hudson presented the Report of the 500 Club. She reported that in December 2018 there were 272 tickets in the draw. Odds of winning are therefore quite high .She urged Shareholders to go back to their Clubs and suggest that they purchase at least one ticket - preferably ten. Forms were available at the Meeting .

Ann Garvie expressed her thanks for Anne's unflinching support of Number 63 and the diligence with which she and her husband have managed the Fund.

11 Patrons.

Ann Garvie invited Susan (Sue) Williams to address the Meeting.

In response ,Sue thanked the Board for its invitation to speak at the Meeting and said how proud she was to be a Patron of this fantastic boutique hotel cherished by Soroptimists across the world. She reminded Shareholders that twelve months earlier, when Number 63 was facing its greatest threat, a group of women stepped forward and resolved to safeguard the future of Number 63 .

Since then they have improved marketing , reviewed services and operational costs , invested in staff and their training and revised its governing documents.

They have also envisaged the future and how they might maximize every space to provide a menu of accommodation to suit the needs of Clubs, groups and individuals.

To do this requires commitment to its future from Soroptimists as Shareholders , Guests and Investors .As Patron, she would continue to promote Number 63 to Soroptimists and non Soroptimists alike both in the UK and further afield.

She concluded by saying that the current Board were doing all that they could to secure a strong future for Number 63 and thanked them for all that they were doing. She thanked the Staff for their continued commitment to serving guests and providing a great experience for all who stayed at Number 63. She thanked the Shareholders without whose support Number 63 would not be the hotel it is today.

Ann Garvie informed Shareholders that she had received apologies from Mariet Verhoef-Cohen .However she was pleased to report that Mariet had already used the new booking system for two future visits – and had paid her deposit.

12.Any other business

A question was asked from the floor about occupancy rates. Rates were currently 68.64% this compared favourably with the average rate for similar size hotels in London of between 55 and 58%.

In response to another question it was confirmed that Number 63 was marketed across the Federations.

The issue of being able to book weekends was raised , often only part of the weekend was available .

13.Date of next AGM – 25 January 2020

The Meeting was closed at 2.15 pm.