



**Number 63 (Soroptimist) Limited Minutes of the 73rd Annual General Meeting
Held on Saturday 22 January 2022 electronically via Zoom at 2.00pm.**

1. Welcome , Notice of Meeting , apologies for absence and confirmation of quorum .

The Meeting was chaired by Ann Garvie, Chair of the Board of Directors since January 2018. She thanked Soroptimist International South East England (SISEE) for hosting the meeting and introduced Carol Reed , Secretary SISEE .She then invited Carol Reed to read the Housekeeping Rules for the Meeting. Ann Garvie then welcomed the Patrons of Number 63 : International President ,Maureen Maguire, and Federation President ,Cathy Cottridge. She then welcomed Number 63's loyal Shareholders and thanked them for their attendance.

She introduced Carwen Wynne Howells, Board Administrative Officer and Director, and invited her to read the Notice convening the Meeting after which she introduced the Board Directors: Kay Linnell , Director of Finance; Pratibha (Pat) Dale, Barbara Diamant, Margaret Emsley, Barbara Jeremiah ,Isobel Smith , Yinka Soetan and Share Registrar, Alison Cramer.

Apologies for absence had been received from the following :

Individual Shareholders : Dorcas Akeju, Susan Biggs, Janet Garnons - Williams, Ann Hodgson, Pam James, Pam Lee, Sylvia Martin, Theresa Nixon, Sue Perry ,Sue Williams.

Clubs/Regions : Bristol, Eastbourne, Glasgow City ,Leicester ,Midland ,Port Talbot.

The Board Administrator confirmed that the meeting was quorate with 105 Shareholders registered for the Meeting,80 of whom were on the call and 22 valid proxies. The voting strength was 135.

2.In Memorium.

Ann Garvie paid tribute to all those Shareholders who had died since the last Meeting in particular :

Johanna Raffan, Patron and Federation President, a faithful and loyal Shareholder who sadly died whilst in service.

Jean Young, SI Falkirk , a past Director and Shareholder of Number 63.

3. Minutes of the 72nd Annual General Meeting held on 23 January 2021 and the Special General Meeting held on 20 November 2021.

There were no corrections to the Minutes.

4.Matters Arising and Acceptance of the Minutes.

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

Proposed by : Lesley Morgan ,SI Abergavenny.

Seconded by: Sriya Kulupana ,SI Bootle and District.

and **Agreed** by those Shareholders present.

5. Chairman's remarks.

Ann Garvie commenced her remarks by saying that she was very conscious of the fact that for everyone present the pandemic had been relentless and had impacted on all their lives. The impact of the pandemic upon the business of Number 63 had been enormous particularly on its trading position and finances . During the year ,the Board had faced profound challenges with respect to staff , guests and the fabric of the building.

The Board, in conjunction with the Human Resource Consultant , Liz Kiernan, and the Hotel and Catering Consultant ,Eamonn Cole ,restructured the staffing establishment and agreed the recruitment of a skills based team lead by a General Manager .Victoria Melles Medici was appointed to lead the team and had experienced a 'baptism of fire' facing many challenges within days of taking up her appointment, not least of which was severe flash flooding which has had a devastating effect on the fabric of the building. Ann Garvie informed Shareholders that an estimated £150,000 would be required to rectify the damage.

At this point she paused and asked for a video of Number 63 to be played. The video had been created by Directors Barbara Jeremiah and Isobel Smith and illustrated the impact the flooding has had on the fabric of the building and the challenges that lay ahead. Ann Garvie thanked both Directors for their creativity and talent. She then informed Shareholders that a Conservation Surveyor had been engaged to survey the extent of the damage . His Report to the Board made the task ahead daunting to say the least and she thanked Director Margaret Emsley for her professional expertise in assessing the recommendations of the Report . She was confident that the Board and the General Manager had the skills and competencies to rectify the issues affecting the fabric of the building.

Ann Garvie thanked her fellow Directors for their commitment during the year .Expressed her thanks to the Share Registrar, Alison Cramer; Consultants, Liz Kiernan and Eamonn Cole; Tellers, Anne Ainsworth and Marian Jackaman; Meeting host ,Carol Reed. She also thanked the new team of staff without whom Number 63 would not be operational.

She then invited questions from the floor.

Joan Smyth, SI Bangor, informed Shareholders that she had been staying at Number 63 when the flooding had occurred and wished to record her thanks to the staff at Number 63 for the magnificent way in which they had handled the situation , the safety and welfare of their guests being their prime concern.

Ann Garvie , thanked her for her comments and that she would convey them to the staff.

6.Financial Accounts.

6a Finance Director's Report.

Ann Garvie thanked Kay Linnell and her staff for their support of Number 63 during the year.

In her Report Kay Linnell , Director of Finance, drew the attention of Shareholders to an error in the text on P4 of the Annual Accounts '2020' should read '2021'. She thanked Pat Carruthers, SI Dundee, for spotting the error and commented that she should perhaps act as proof reader for the next set of Annual Accounts.

Kay Linnell then directed Shareholders to pages 19 & 20 of the Annual Accounts , the trading accounts and highlighted the fact that during the period October 2020 to July 2021(Q 1,2&3) there had only been 6 weeks income against 36 weeks expenditure. When Number 63 re opened in July 2021 the flooding robbed Number 63 of the opportunity to maximise income during the Q4 period.

A £65,000 loss as a result of the flooding had been included in the Accounts. To date only £6,000 had been received back from the insurers.

The previous Manager, Debbie Proops, decided to leave our employment for personal reasons as a consequence the Manager's flat is now available as letting space. The overnight cover now being provided by night staff.

Of the four members of staff that had been made redundant, three took their cases to Tribunal. To date two had been settled and one is ongoing. Redundancy costs of £ 77,000 have been written off in the Accounts.

She explained that it was necessary to do this as it impacted on the outstanding Business Interruption Claim .She advised Shareholders that this claim may not materialise for 5 years but when paid could potentially secure the future of Number 63.

She then referred Shareholders to P9&10 of the Accounts, the Balance Sheet. She advised Shareholders that the Share Capital was managed by the Share Registrar and that some shares had been transferred to loan stock during the year.

She advised that 'liability for deferred tax' had been included in accordance with good accounting practice.

During the year she had applied for a Hardship Grant and also a Rates Rebate (and any other grant/rebate going !)

Number 63 continues to receive income for the 500 Club run by Pat Dale and Andrew Hudson .

Ann Garvie then thanked Kay Linnell for her comprehensive and robust report.

6b Auditor's Report.

She then moved to the Independent Auditor's Report on pages 3 to 5 of the Accounts.

The Auditors ,Kreston Reeves, did not have any concerns and that Susan Robertson whilst invited to attend had not felt it necessary to attend the Meeting.

She commended the Accounts and the Auditor's Report to the Shareholders.

Acceptance of the Auditor's Report

Proposed by : Jenny Vince (SI Oxford)

Seconded by : Ann Dawson (SI Stafford)

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

6c Acceptance of Accounts.

Kay Linnell commended the 2021 Accounts to the meeting as an honest, fair and true representation of the current financial position.

Proposed by : Jenny Vince (SI Oxford)

Seconded by: Pat Carruthers (SI Dundee)

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

7.Appointment of Auditors.

The appointment of Kreston Reeves as Auditors, until the conclusion of the next Annual General Meeting , be approved was moved by Kay Linnell, Director of Finance.

Shareholders had been asked in advance of the Meeting to approve the appointment of Kreston Reeves as Auditors until the conclusion of the next Annual General Meeting

The appointment had been **Agreed Unanimously** by those Shareholders registered for the Meeting and exercising their vote.

8.Reports of Directors.

Ann Garvie informed Shareholders that ,due to the unusual circumstances which prevailed in 2021, the Board had agreed not to present individual reports other than those of the Chairman and Director of Finance.She advised Shareholders that the Annual Report of the Share Registrar was available on the Shareholders page of the Number 63 website.

9. Report of the 500 Club.

Ann Garvie invited Director Pat Dale to present her Report . Pat Dale informed Shareholders that a new application form had been designed and the fee structure simplified to £12 per ticket. This had contributed to the increase in uptake of tickets .She urged Shareholders to promote the 500 Club amongst their own Club members ,they do not need to be Shareholders of Number 63 to participate in the 500 Club. She even suggested adding £12 to Club Fees so that all members participated .In conclusion she thanked all those who had contributed to the Club .

Judith Lewis (SI Bridgend) asked how many individuals participated in the 500 Club. Pat Dale responded that there were currently 332 but she would like to have 500 participants.

Ann Garvie thanked Pat Dale for all her hard work during the year.

10.Patrons.

Ann Garvie welcomed Maureen Maguire, Patron 2022, to the meeting and invited her to address Shareholders.

Maureen Maguire thanked the Board of Directors for taking on the challenge of running Number 63 on behalf of the Shareholders. When asked to become Patron she had been given an overview of what the role entailed which included promoting Number 63 at every opportunity. She stated that when at home you feel safe and secure and that is just what you feel when you stay at Number 63. With great transport links, situated in the heart of London, you were guaranteed a warm welcome on arrival. She informed Shareholders that the General Manager, Victoria, was a 'breath of fresh air'. A stay at Number 63 gave her a sense of belonging, a home from home. She was aware that the Board was working hard to ensure that Number 63 recovered from the impact of the coronavirus pandemic and recent flooding. She hoped that the next AGM would be a face to face meeting and provide an opportunity to meet in person. She advised Shareholders that, as part of her role, she would ensure that Number 63 was included in 'Global Voice', the main communication channel for Soroptimist International.

Ann Garvie thanked Maureen Maguire. She welcomed the involvement of 'Global Voice' as a means of promoting Number 63. She wished her every success in her leadership of the Organisation during her tenure as International President and Patron of Number 63.

Ann Garvie then introduced Cathy Cottridge, Patron 2022, to the meeting. She advised Shareholders that the past year had been a tough and difficult time for the Federation Management Board and that she appreciated her willingness to take on the role of Patron. She had been fortunate enough to work alongside her at COP26. She then invited her to address Shareholders. Cathy Cottridge stated that, as a relatively new Shareholder, she was delighted to accept the invitation to become a Patron of Number 63. She echoed Maureen Maguire's words and the sentiments expressed.

She advised Shareholders that she too would take every opportunity to promote Number 63 and illustrated this by informing Shareholders of the way she had included Number 63 at the recent celebrations of the Polish Union.

Ann Garvie thanked Cathy Cottridge and wished her well during her tenure as Federation President and Patron of Number 63.

11. Any other competent business.

There were no items of any other competent business.

12. Date of next AGM – 21 January 2023.

Ann Garvie thanked everyone for their attendance and wished them well for the coming year.

She thanked Carol Reed for her management of the meeting and welcomed the 2022 Board of Directors for Number 63, the first meeting of which would take place later that day.

The Meeting was closed at 3.15 pm.

