

Minutes of the Twelfth Annual Members' Meeting of the Chalke Valley Community Hub Ltd held on 11 March 2026 at 7.00pm

26 shareholding members and 2 guests attended.

Derek Brown, the Chairman welcomed everyone to the 12th Annual Members' Meeting.

1. **Apologies** were received from: T Kimber, Mr & Mrs A McRoberts, A Stutchbury, Mr & Mrs S Thornton, T Hitchings, Mr & Mrs M Dodd, C Long, Mr & Mrs P Lee, K Jones, S Slade, A Walker, J Gilbert, R Musselwhite, M Scott and R Sykes.

2. **A quorum** was declared.

3. **The Minutes of the Eleventh Annual Members' Meeting** held on 4 March 2025 were accepted as being correct after a proposal by Michael Roe, seconded by Hilary Brown and carried unanimously.

4. **The Society Accounts for the year ending 30 September 2025** had been tabled and were presented by the Treasurer, Julian Thomas.

He started by examining the year ended September 2025 and the current year to the end of February 2026. Overall, sales were similar to 2024, increasing by 0.5%. However, this had not kept pace with inflation. Food inflation being at 4.9%. A loss of £15.8k occurred after tax, worse than the previous year's loss, £13.3k. While costs are being managed, the two areas where we have no control, continue to rise. Wages are driven by the national living wage levels with increases being statutory. Renewals and maintenance continue due to URC actions and inactions. The new waste tanks, while safer from a sanitation aspect, require emptying every 10 days or so which is more often than before. While the upkeep of the fabric is the responsibility of the URC, things are not being done, requiring us to remedy where necessary.

The ongoing losses continue to reduce the Hub's reserves. If nothing is done to improve this trend, they have just 2 years left, at best.

For the five months of this financial year, sales are significantly lower year on year; shop -8.2%, café -5.5%. While some of the fall has been due to the refurbishment disruption, the hoped for benefits of it have yet to be seen. There are some modest improvements in shop sales levels during the last 4 weeks. Cook sales are showing a growing trend and if maintained and improved, and the margins held, it will make a good contribution but will not stem the loss-making trend alone. Does this indicate potential for more upmarket gifting/treating products? The café has a new chef, Ali Blackwell. She has not been with us long but there does appear to be some improvement in sales.

The current financial year is behind the curve already with a significant amount of ground to be made up. The 3 main problem areas remain, wages, energy costs and rent.

Questions from the floor were sought.

Andrew Jeans asked if our landlords, URC, had covered any of the refurbishment costs. Julian advised that it had all been funded through a Discworld donation.

Gilbert Nockles highlighted that the Hub is fundamentally a loss-making venture and that major changes are needed. He questioned whether the Hub should be a community or commercial enterprise. Derek Brown answered by indicating that the choice of any change would be for the community and shareholders to make.

Ashley Truluck added that while he acknowledged that a commercial direction is difficult, he feels positivity can come through the community.

Prue Castle asked if any surveys have been done to ascertain what people want. Julian confirmed one was done pre-Covid which had been overseen by Roger Boon. Tony Patel added that the actual return sample had been very low compared to the number of surveys issued.

Sue Gooden asked why the rent is based on a percentage of turnover with the downside being the more one sells, the higher the rent. Derek Brown advised that this arrangement had been in place since the outset and that the inability to engage with the URC since our lease expired in 2018 has meant that there has been no opportunity to seek any change. Michael Roe added that this arrangement offered a below market rate tariff both during the Hub's early years and now.

5. The Management Committee Report

Derek Brown commenced by reiterating that the refurbishment and Cook outlet are initial steps in trying to improve the Hub's fortunes.

He has recently had an approach from the URC. They wish to sell the premises having no desire to continue with a leased situation unless we pay a market rent. The proposition in principle is a sale with a leaseback element to allow the continuance of the church. The URC has appointed a valuer to undertake values on a sale and also a rental basis and we have our own valuer standing by to review the URC report when to hand. About 5 years ago, we requisitioned a full valuation assessment which identified a significant number of areas of concern. Derek has asked Damon Johns to do an overview of this report and an indication of what it would cost to make the whole building fully fit for purpose.

Derek believes that they will not 'give it away'. In readiness, we may need to look at contingencies e.g. alternative locations, a different village perhaps. A general discussion followed. Liz Jolly asked if it might be difficult for the URC to achieve what they want in view of the graveyards, for example. Also, if we did retain the site, would it be practical to rebuild the main building but retain the façade which is well known and recognisable? Ashley Truluck pointed out that we have first refusal on the property although there is only a six-month window. Derek advised that we need to await the valuation. Hilary Brown asked if there is any timescale. That's not known at this stage although he is aware that a valuer has been appointed.

Derek then turned his attention to the changes in the Management Committee. He announced that, as he is due to retire by rotation, it had been his intention to step back fully from the Hub. While he had tried to find a replacement, he has been unsuccessful and will continue for a period. He also announced that Terry Jolly will be finishing as the Society Secretary. Terry advised that he will be finishing by the end of the month to allow him to complete his final formalities, the completion of tonight's minutes, their circulation to shareholders with a copy of the signed accounts and submission of the Annual Return to the Financial Conduct Authority which is a statutory requirement. He endorsed Derek's comments about the difficulty in finding a replacement. In addition, and in view of the major needs of the Hub, it is felt that new members are needed on the committee with specific skills to address these challenges. At this point, Derek invited Asley Truluck to address the meeting.

Ashley acknowledged the difficulties in finding volunteers to fill roles in community projects. He will be introducing a recruitment process primarily to identify a chairman and other key committee members who will have a positive approach and commitment to the community who will help work on a robust business plan. He and Michael Roe will tap into their networks, and he has already approached surrounding village councils seeking opportunities to address them. He will try both the Lord Lieutenant and High Sheriff for possible recommendations from within their networks. To conclude, he appealed to tonight's attendees to consider likely nominees.

Di Jeans asked if any of the positions could be paid. Terry Jolly confirmed that our rules do not allow remuneration for committee members but, if necessary, the Management Committee may decide whether the Society Secretary is paid. Andrew Jeans asked if any community shops can offer advice. Julian confirmed he has spoken only with the Semley village shop team but has visited and observed several other shops. Andrew continued asking if the original donations are included in the Hub's accounts. Derek confirmed that they are, but no further requests have been made. Ashley continued by pointing out that a proper plan needs to be in place to support any approaches for further funds.

With there being no further questions or observations from the floor, to conclude this section, Terry Jolly explained that the report in the accounts needs to be approved by the management committee and signed on its behalf by the Society Secretary. Similarly, the financial statements require approval by the management committee and be authorised for issue. Those members of the Committee present, approved accordingly which will allow the accounts to be signed off.

6. Appointment of Independent Accountants

Being satisfied with their overall service and the pricing, Julian Thomas recommended the re-appointment of Clifford Fry & Co LLP. This was proposed by Andrew Wiltshire, seconded by Keith Robinson, and passed unanimously.

7. To disapply Section 83 of the Co-operative and Community Benefit Societies Act 2014 (duty to appoint auditors) for the Chalke Valley Community Hub Limited

Terry Jolly explained that organisations such as ours are governed by the Act and are required to have their accounts audited. Due to the competency of our record keeping, and in particular, by Liz Brown our bookkeeper and on cost saving grounds, in 2021 it was first proposed that we seek to disapply Section 83 of the aforementioned Act. This allows us not to have the accounts audited but there is still an external measure of control with an appropriately qualified firm of accountants required to provide an overview report in the accounts. Clifford Fry & Co is a suitably qualified firm.

He reminded the members present that the authority 'not to audit' is only in place for a year and will need to be considered and voted upon again at our next Annual Members' Meeting.

The motion to disapply Section 83 of the Act was proposed by Andrew Wiltshire, seconded by Ros Kimber, and was carried unanimously.

8. Elections to the Management Committee

Terry outlined that our rules require elected members of the Management Committee to serve a term of 3 years after which they retire and may stand again for re-election. This year those retiring are Derek Brown, Katie Whitmore, Hilary Brown, Kay Mills and Fiona Stacey.

As discussed earlier in today's meeting, it is the intention for Derek to retire but, pending a replacement being found, he is willing to continue as a committee member and as chairman.

In a change from our usual practice and to allow spaces to be available for new committee members with specific skills/knowledge, all village reps have agreed to stand down. Therefore, Kay Mills and Fiona Stacey are not seeking re-election and Rachel Sykes and Sally Fry have retired from the committee. However, apart from Kay who has decided to leave the committee, the other village representatives will be invited to attend future meetings albeit will have no voting rights.

Derek, Katie and Hilary are willing to stand again, which was proposed by Liz Wiltshire and seconded by Ashley Truluck. There being no objections they were voted in unanimously.

Finally, Julian Thomas had stepped down from the Treasurer role, and the Committee, in January but had returned to present the accounts.

9. Any other business and points raised by members from the floor

Hilary Brown asked who would be replacing Julian as Treasurer. He explained that the position has been covered between himself and Linda Walton, who is away at the moment. He believes that a replacement has been identified.

Asley Truluck expressed a vote of thanks to the Management Committee for all they undertake.

Derek formally thanked Julian, Kay and Terry for their efforts and commitment to the Management Committee, now that they are leaving.

With there being no further questions either from the floor or having been submitted beforehand to the Society Secretary, Derek thanked everyone for attending. The meeting closed at 8.10pm after which many attendees helped put the tables and chairs back into their normal position in readiness for the next day's business, for which the Management Committee is grateful.