

MINUTES

2019 Annual General Meeting of

Oswestry BID Limited (Company No. 10675349)

Venue: North Shropshire College, 16 Judge Meadow, Oswestry

Date: Tuesday 14th January 2020 at 4pm

Attendees:

- Ian Follington – Deblen Limited
- Heather Noble – Salt Solutions
- Rebecca Jones – DRE Accountants
- Allister Moutrie – Sainsbury PLC
- James Woodward – Cold Move Ltd
- Patrick Evans – Evans Enterprises
- Stuart Phillips – Celt Rowland
- Lee Lucks – Oswestry Borderland Tourism
- Tim Morris – Booka
- Emma Chapman – Shropshire Council
- Phil Lewis – Lewis and Holmes
- Tania McGee – Landon Bowdler LLP
- Adele Nightingale – Oswestry BID Manager
- Lindsey Pierce – Oswestry BID Administrator

Welcome and Apologises

As Chair Ian Follington opened the meeting and welcomed Members and observers, noting that this was the second Annual General Meeting of Oswestry BID Limited.

Apologies:

- Adam Shillcock – Post Office Ltd
- Gemma Cap – Morgan’s Group
- Julie Gibson – The Kings Head

Actions from last AGM:

- Amended Articles and Resolution to be filed at Companies House.
- This has now been done.

Minutes from last AGM:

- Minutes accepted as a true and accurate record.

Director's Report for April 2018 to March 2019, Ian Follington:

- Recruited full time BID Manager, Adele Nightingale, who commenced in November 2018.
- Expanded Board of Directors from 5 to 9.
- Started work on dedicated website and branding to promote town and direct customers/clients to businesses in BID Area.
- Completed an audit on road signage on main routes coming into and around Oswestry.
- Selected preferred provider and developed a scope of work and costing for a footfall monitoring system that includes free WiFi for town centre.
- Committed to supporting a number of local events to help promote and expand these events to promote Footfall and commerce, for example by getting involved with the Balloon Carnival

Treasurers Report, Rebecca Jones (copy of the accounts is attached):

- Confirmed the recording of the mix of loan and grant funds received from Oswestry Town Council and Shropshire Council for the campaign and establishment of Oswestry BID. 50% of the funding from the Councils became a loan upon the successful vote in February 2018.
- Oswestry BID became operational in April 2018.
- Ran through the Profit and Loss account, highlighting the breakdown of expenditure.
- Largest expense in this financial year was development of the website and branding provided by Source from Shrewsbury.
- Explained that as the BID is a non-profit, only mirco accounts are required to be filed at Companies House and the full Profit and Loss is not submitted.

Questions:

Phil Lewis of Lewis & Holmes

Why have the accounts filed for 2018 been changed?

Rebecca Jones: No change in the numbers on the accounts, the change is in relation to how the funds/grants received from Council were treated. The funds received did not crystallise into a loan unless the BID vote was a yes and this occurred in February 2018. If the vote had been a no, the funds/grants would not have become a loan or been recoverable.

Phil Lewis of Lewis & Holmes

Should we be sending full accounts to BID Levy payers? Only mirco accounts on Companies House and no accounts on website.

Ian Follington & Adele Nightingale: Confirmed that financial details were included in the Board Meeting minutes posted on the website. However, there was not issue with this and agreed that the Management Accounts would be placed on the website.

Rebecca Jones: The BID would still need to file as a mirco entity on Companies House, as this reduces costs.

Phil Lewis: Agreed that still file as mirco entity for Companies House but Management Accounts should be made available to Levy Payers.

Heather Noble: Noted that listing the Management Accounts online would make them available to everyone and not just BID Levy payers.

Lee Lucks: Could a Chairman's Report be included with the Management Accounts, providing a narrative as to how and why funds are being allocated?

Ian Follington: Simple notes could be attached to explain historical activity and future projects and goals.

Allister Moutrie: Agreed that Management Accounts need to be available – clear and visible for good governance.

James Woodward: Could be an issue that the general public will see that we have funding and contact us (Adele and Lindsey) looking for support or donations?

Adele Nightingale: Clarified that from reviewing other BIDS, they do show Management Accounts on their websites.

Patrick Evans: Noted we should just to be transparent and manage the process.

Agreed: Mirco Accounts and Management Accounts will be placed on the website and emailed to Members.

**Lee Lucks of Oswestry Borderland Tourism,
What is the difference between a Member and a BID Levy payer?**

Ian Follington: Any BID Levy payer can become a Member of the company (Oswestry BID Limited) by completing an application and some have taken up this option. Most significant benefit of becoming a Member is the right to vote at the AGM.

Phil Lewis of Lewis & Holmes

How are we monitoring the success of projects? What metrics etc are used?

Ian Follington: Confirmed that we record metrics wherever we can for initiatives and projects to gauge their effectiveness and guide the Board in any future expenditure.

Lindsey Pierce: Explained how we monitor our statistics for social media on a monthly basis, setting targets when we can. For each campaign or project, we draw of a strategy or plan of what we are looking to achieve and record result for this. So, for example with the Christmas video, had a target for reach and views of the video. Which we significantly exceeded.

Adele Nightingale: For some things we can't just look at metrics alone this doesn't show the full picture. Projects and initiatives link and compound to support overall aims such as raising the profile of Oswestry.

Phil Lewis of Lewis & Holmes

How are we measuring the success of the Loyalfree scheme for example? Do we have targets?

Adele Nightingale: We have asked Loyalfree what a success campaign looks like for similar size areas, so that we can review within 6 months of start and see if on target, as we currently only have a 12-month contract with them and any extension will be based on performance against targets.

Appointment Directors:

Ian Follington confirmed the current list of Directors, before confirming that as per the Articles, four Directors (25%) would be standing down. The following Directors were standing down,

- Adam Shillcock
- Rebecca Jones
- Stuart Phillips
- Patrick Evans

The following Directors offered themselves for re-election:

- Patrick Evans
- Stuart Phillips

Ian Follington thanked both Rebecca Jones and Adam Shillcock for their strong support and contribution to Oswestry BID.

Tania McGee of Lanyon Bowdler, was standing for election to the Board.

Vote

- Tania McGee, nomination seconded by Heather Noble.
- **Unanimously agreed**

- Patrick Evans, nomination seconded by Allister Moutrie.
- **Unanimously agreed**

- Stuart Phillips, nomination seconded by Tania McGee.
- **Unanimously agreed**

AOB

Lee Lucks: Would like to thank Adele Nightingale and Lindsey Pierce for all their hard work.

Next AGM:

The 3rd AGM would be will be closer to the end of the financial year and would be aiming for May 2020.

There being no further business, Ian Follington thanked everyone for attending and pronounced the meeting formally closed.

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Ian Follington, Chairman