

**CLIFTON COMMUNITY ARTS CENTRE LIMITED**  
**ANNUAL GENERAL MEETING**  
**Wellington Orbit 1 Station Road Wellington TF1 1BY**  
**20<sup>th</sup> May 2019**

Present: Ray Hughes – Finance Officer - acting as Chair  
 Fiona Hunter - PR & Media Officer  
 Jackie Evans - Minute Secretary

Invitees: Members: Cllr Phil Morris-Jones, Eve Clevenger, Jim Clevenger, Sue Taylor, Geoff Fordham, Rachael Fordham, Glenn Chard, Sarah Chard, Rob Huddleday, Dave Weston, Amos Farrington, , Robert Saunders, Leon Murray, Ray Brown, Eileen Palmer, Robin Coates, Rob Adams, Joerg Niehoegen, Claudia Niehoegen, Alan Payne, Barbara Hulme, Mary Richards, Pam Pickford, Sharon Williams, Alison Rhodes, Pauline Davies, Sheila Knowles, Chris Broad, John Clayton, Sue Harris, Joy Forrester, Jim Turner, Margaret Anne Dean, Graham Dean, Nancy Beattie, Jill Burgess, Beryl Haynes, Barry Haynes, Dave Staniforth, David Brown, , Eli Wilkinson Cllr Anthony Lowe Mayor WTC

Non-members:, Eric Coyle Rosemary Walker Nick Brooke, Laura Simcox

No.	Item	Action
1.0	<p><b><u>Chairman's opening remarks</u></b></p> <p>Ray Hughes opened the meeting by welcoming all present.</p>	RH
2.0	<p><b><u>Taking of attendees and apologies for absence</u></b></p> <ul style="list-style-type: none"> <li>• Apologies received from: Bill Graham Chairman, Lee Dargue, Anne Beresford, Chris Ball, Marion Ball, Andy Smith, Graham Onions, June Porter, Melanie Ives, William Ives, Phyl Evans, T Sunerton, J Sunerton, G Sunerton, J Perkins, L Perkins, Linda Jack, Val Roy, John Bott, Sue Robinson, Joy Clayton, Anne Adams, Gill Broad, Vivian Harris-Payne, Derek Meade. Patricia Withington, Barbara Morris, Jan Johnstone, John Seales, Joyce Monaghan, Mary Rogers, Nadine Shearman, Rob Adams, Julie Moore, Florence Hall, Lynda Jack, Valerie Roy, Sally Vow, Trevor Thomas, Nicky Pitchford, Ben Chard, Chloe Chard</li> </ul>	ALL
3.0	<p><b><u>Minutes from the last meeting and matters arising</u></b></p> <ul style="list-style-type: none"> <li>• Ray Hughes read through the Minutes from the last meeting.</li> <li>• He gave a quick resume and paid tribute to members who had sadly passed away before seeing the project come to fruition.</li> <li>• Alice Whittaker had sadly passed away in August 2018 her executer has taken over her shares. Several other members had also passed away and the intention was to remember them all with a sponsored seat plaque at</li> </ul>	RH

	<p>no A1 in the auditorium. This will be in appreciation of their faith in the project including: Lorraine Carline, Greg McEvoy, Alfred Cureton, Reg Morris, Mrs Maria Lauriello, Peter Gough and any others not currently listed.</p> <ul style="list-style-type: none"> <li>• Members voted to dispense with a full audit.</li> <li>• There were no matters arising.</li> <li>• Proposed by Pauline Davies and seconded by Claudia Niehogen</li> </ul> <p>The Minutes were duly agreed and signed.</p>	<p>PD/CN</p> <p>ALL</p>
<p>4.0</p>	<p><b><u>Adoption of the accounts</u></b></p> <p>Ray Hughes informed members of the following:</p> <ul style="list-style-type: none"> <li>• The Society has had another challenging year 2018 which has been a transitional year.</li> <li>• Change of use planning permission was obtained in late April 2018.</li> <li>• On 21<sup>st</sup> May 2018 the lease for HSBC building was signed.</li> <li>• The redevelopment subsequently began and local firm McPhillips was engaged as main contractor. Construction work began Nov 2018.</li> <li>• Ray thanked all involved from McPhillips.</li> <li>• Seats were manufactured by local company Ferco from Atcham and projection equipment supplied by Arts Alliance.</li> <li>• The intention is to have a phased opening; the ground floor café opened in May 2019 this will be followed by the 63-seat cinema. The next phase will be to develop the upper floors to include an exhibition space, dance studio and training rooms. The final phase will be to develop the basement.</li> <li>• Careful consideration had been given to the new name for the facility. The history/origins ref the Clifton cinema etc. as such the cinema will be known as ‘The Clifton Suite’. The facility will be known as the ‘Wellington Orbit’.</li> <li>• A substantial donation was made by ‘All Saints’ church and Ray thanked all the officials who had brought this to fruition including Nick Brooke Parish Mission Enabler.</li> <li>• The Society remains committed to its structure as a Community Benefit Society meaning it will not be the Board that decides how the community want to use the facility but the community itself.</li> <li>• Membership increased in 2018 taking the number of members to over 800.</li> <li>• There are 3 main parameters to turning the vision into a reality: <b><u>Financing</u></b>- new members are welcome any time.</li> <li>• SITR (Social Investment Tax Relief) loans are highly effective, we hope to increase this method of funding.</li> <li>• Support from Telford &amp; Wrekin Council and Wellington Town Council have been key in bring the project forward- 2018 saw Telford celebrate its 50<sup>th</sup></li> </ul>	<p>RH</p> <p>ALL</p>

anniversary and funding of £150,000 was earmarked to the project via WTC for the benefit of the community.

- T&WC also granted £10,000 under the Empty Unit incentive grant and a discretionary 20% extra rate relief for charities. Ray thanked both Councils for their support.

#### **Recruitment of volunteers**

- We have a large base of active volunteers but more are needed.
- We secured a short-term lease on the old Co-Op bank building at 17 Market Square and ran this as the 'Launch Pad' café. This proved invaluable both in terms of revenue and the training of volunteers.
- In 2019 energy will be devoted to increasing the volunteer base.

#### **Delivery of a quality product**

- The ethos of the project is that it is 100% owned and run by the community.
- The subsidiary charitable effect is to encourage strong citizenship through the deployment of volunteers.
- Therefore, it is imperative to engage quality paid staff. It was anticipated that there will be 5 paid staff, 2 of whom will be part-time. In fact, it is more likely that we will settle for 4 full timers
- The Chief Officer was engaged in February 2019, Sophie Eades who has vast experience in the charitable community sector.

#### **Review of accounts**

Ray also thanked James Holyoak & Parker Ltd from Shrewsbury for independently checking the accounts.

- Referring to the balance sheets on pages 7 & 8. Total equity £47,590 Profits stand at £37
- Sales from our film series had been successful particularly the Autumn series.
- Live events had also been staged but ran at a small loss.
- Sarah Chard had been engaged as Project Manager her fees have been treated as capital assets wholly attributable to the Orbit and treated as intellectual property to be written off over time once the project is operational.
- Ray paid tribute to the immense contribution made by Sarah, her persistence and professionalism will contribute greatly to the future success of the project.
- Ray also thanked the volunteers for their gift of time and read out a list of all those who had volunteered in any capacity during the year. Two volunteers had made particular contribution Joanna Deacon and Jackie Evans.
- Q. Mayor Cllr Anthony Lowe asked about the length of the lease.
- Ray explained the lease was for 5 years but the hope was to extend after 2023 or purchase the freehold. The new freeholder a company named 'Sambhav' was highly supportive. The aim is to create a surplus of £40,000 per annum (£20,000 café and £20,000 cinema) to be ploughed a back into the long-term security of the project.

RH

	<ul style="list-style-type: none"> <li>• There were no further questions- accounts were approved.</li> <li>• Proposed by Dave Staniforth seconded by Rob Saunders.</li> </ul>	DS/RS
5.0	<p><b><u>Application of profits</u></b></p> <ul style="list-style-type: none"> <li>• It was agreed that these would be carried to the general reserve for the continuation and development of the Society.</li> </ul>	RH ALL
6.0	<p><b><u>Appointment of Directors</u></b></p> <ul style="list-style-type: none"> <li>• Ray reminded everyone present that at each AGM one third of the Board are obliged to retire. However, two directors have resigned this year.</li> <li>• <b>Lee Dargue</b> has stood down from the Board due to his career commitments. Ray paid tribute to his contribution a founder director.</li> <li>• <b>Fay Easton</b> resigned 09/07/18 as her new job with West Midland trains did not allow her to have external directorships.</li> <li>• The Board can widen the representation by offering casual vacancies and as such 3 non-executive directors were invited: <b>Chris Ball, Anne Beresford and Andy Smith</b>. These directors were formally voted in.</li> <li>• Chris Ball-proposed by Amos Farrington seconded Pauline Davies, carried unanimously</li> <li>• Anne Beresford- proposed Pam Pickford, seconded Amos Farrington, carried unanimously.</li> <li>• Andy Smith proposed by Robin Coates, seconded by Elli Wilkinson, carried unanimously.</li> <li>• The Board now consists of two executive directors: Mr Ray Hughes and Mrs Fiona Hunter and three non -executive directors: Chris Ball, Anne Beresford and Andy Smith</li> <li>• This year Mr Bill Graham stood down as Chairman but will remain on the Board as ‘Venue &amp; Technical Consultant’</li> <li>• The proposal for Phil Morris Jones MBE to stand as Chairman of the Society was made by Beryl Haynes and seconded by Shelia Knowles.</li> <li>• All new appointments were carried unanimously.</li> </ul>	RH  PD/AF PP/AF RC/EW  BH/SK
7.0	<p><b><u>Motions: * (see explanatory note)</u></b></p> <ul style="list-style-type: none"> <li>• Motion 1 – that the Society agrees that the Society will prepare the accounts for the year ending 31<sup>st</sup> December 2019 without the need of an audit but that this agreement will be subject to an assurance review prepared by a firm of chartered accountants. The act allows the society to continue this practice until turnover exceed £250,000 (possibly in 2020)</li> <li>• Proposer: Joerg Niehoegen</li> <li>• Seconded by: Glenn Chard</li> <li>• Carried unanimously.</li> </ul>	ALL  JN GC
	<p><b>Signed</b>..... Ray Hughes Chair</p> <p style="text-align: right;"><b>Date:</b> .....</p>	

8.0	<p><b><u>Any Other Business (after the conclusion and not part of the AGM)</u></b></p> <ul style="list-style-type: none"> <li>• Presentation of the annual award to recognise the hard work of volunteers. This year the award was presented to Joanna Deacon and Matthew Higgins and the key volunteers from the Launch Pad café. Jo was café manager and volunteer co-ordinator. She embraced this role wholeheartedly both volunteers and the public alike praised Jo for providing a great service and welcoming atmosphere in the café. A lot of work was done to engage people with the project. Jo managed volunteer meetings and collated ideas and responses. Much fun was had decorating the café particularly at Christmas time. Unfortunately, Jo had to give up her role at short notice when her husband Tony McPhee had a very serious accident. Matt Higgins stood in at short notice and continued Jo's work with enthusiasm and full commitment, his work was greatly appreciated by supporters and volunteers alike. Amos Farrington and his daughters Olivia and Abbie Farrington D'arcy have been keen volunteers for many years. They have done a great deal for the project. The girls have also helped both at the stall and at our film and afternoon tea events. The work of all volunteers was acknowledged. The trophy was presented to Amos Farrington.</li> </ul> <p>Further questions were asked to CO Sophie Eades. Sophie introduced Damien Breeze who is the Deputy Manager and Projectionist.</p> <ul style="list-style-type: none"> <li>• <b>Q.</b> When will the films start?</li> <li>• <b>A.</b> There is no firm date at present. Damien Breeze has yet to be trained on the equipment. It is hoped films will begin 1<sup>st</sup>/2<sup>nd</sup> week on June.</li> <li>• <b>Q.</b> How many films per year?</li> <li>• <b>A.</b> Initially the WO will open Weds – Sun between 9:30 am and 10:30 pm, Sophie cannot answer at present how many films there will be. The aim is for 3-4 film showings per day. To include 'over 60's' Weds pm, which will offer light lunch and film, ALD films, dementia friendly etc. Regular releases will be 3-4 weeks behind main cinemas. The services of a programmer have been employed. Sophie is looking into screen series e.g. Ealing Comedies, Bollywood, chick flicks, classic top 100. The aim is for total inclusivity of all elements of our community. <b>Phil Morris Jones asked if a suggestion box could be put into the café.</b></li> <li>• Ray Hughes commented that there is a BFI grant of £4000 which will allow WO to screen experimental films if matched-funding is achieved the no. of films shown can increase.</li> <li>• <b>Q.</b> Will there be a hearing loop and subtitles?</li> <li>• <b>A.</b> Yes, we already have the hearing loop installed but have yet to get the add-on for audio description.</li> <li>• <b>Q.</b> What will there be for younger people?</li> <li>• <b>A.</b> Besides main films. There is a sci-fi geek group keen to develop, there will be a Saturday morning kids club. SY1 in Shrewsbury have a list of youth groups in the county. Groups can attend private showings.</li> <li>• <b>Q.</b> How do you book seats?</li> </ul>	<p style="text-align: right;">FH</p> <p style="text-align: right;">SE</p> <p style="text-align: right;">PMJ</p> <p style="text-align: right;">RH</p> <p style="text-align: right;">RH</p>

- **A.** Online or by coming into the café.
- **Q.** What are ticket prices?
- **A** Looking at special impact groups e.g. there will be a chance for families on a low income to attend on a Sunday with 2 adults 2 children @ £14. Normal adult £8, Concession £7, Students/Juniors £6, over 60's special deals. CCAC Ltd members offered 2 levels of discount: 'Family' costs £50 per year, 'Individual' £20 per year. All membership will be offered 10% discount up until Christmas. Also blues and twos discounts blue badge discounts etc.
- **Q.** Will carers come free?
- **A.** Sophie will look into this.
- **Q.** Can the cinema be booked for private showings?
- **A.** Yes, also birthday parties and WO is working with community gatekeepers to show films in other languages and to build a more cohesive community.
- **Q.** Where are you advertising the programme for the films?
- **A.** On face book and WO website. No paid advertising as too costly. A 3-month programme will be advertised.
- Suggestion from a member - to utilise local businesses to help advertise by producing a brochure with a poster for display.
- **Q.** Will there be membership mail shots?
- **A.** Yes
- Comment OMH in Shrewsbury gets 50 % of its bookings in advance for mailshots offered to members before the wider public.
- **Q.** Is anyone assigned to GDPR?
- **A.** Yes, Ray Hughes.
- **Q.** Will you restrict food and drink in the cinema?
- **A.** Only food/drink purchased in the café will be allowed into the cinema. Food sold in café is locally produced, all veg waste goes to compost, we hope to use allotment surpluses as donations. Any leftovers will go to orgs e.g. 'Man in Place'.
- **Q.** Is there going to be a lift?
- **A.** Yes, we need to fundraise for this.
- **Q.** Will there be a full opening?
- **A.** Yes – hopefully in July a celebrity opening with media focus.
- **Q.** What is the timescale for development?
- **A.** Ray Hughes. This will depend on funds raised. Grant applications are being made every week, Racheal and Geoff Fordham are key volunteers ref applications. Ray thanked them for all their hard work. We have had 3 failed attempts at securing an Arts Council grant to develop the exhibition space. However, we will be trying again. Funds are also raised via shares and SITR. Ray Hughes encouraged everyone to consider SITR which is a tax efficient way of investing in the project.

**Phil Morris Jones closed the meeting** by commenting this project belongs to the community. It is essential the community use the facility and participate in its continued running. He paid tribute to the work of founder director Fiona Hunter and Finance officer Ray Hughes for their enormous contribution to date.

	<ul style="list-style-type: none"><li>• The meeting closed at 21:00</li></ul>	
--	-------------------------------------------------------------------------------	--