



**MINUTES OF ELEVENTH  
ANNUAL GENERAL MEETING  
OF ILMINGTON COMMUNITY SHOP LTD.  
HELD AT THE VILLAGE HALL ON 20<sup>TH</sup> MARCH 2025 AT 7PM**

**1. & 2. Introduction to the meeting**

Mike Tremellen, wearing his Company Secretary hat, started the meeting by making sure that all those present had the refreshments that they desired. There were 63 members present in the hall and 14 members who had previously apologised for not being able to attend and had given their votes by proxy to members present at the meeting. The lists of members in each of these categories are given at the bottom of these minutes.

Mike Tremellen then laid out the following agenda:

1. Introduction to the meeting by Mike Tremellen, Company Secretary
2. To approve the Minutes of the 10<sup>th</sup> Annual General Meeting held on 14<sup>th</sup> March 2024
3. To receive and approve the Chair's Report for the trading year ending to 30<sup>th</sup> September 2024
  - a. Overall performance (Mike Tremellen, Chair)
  - b. What we have achieved this year (Friedemann Gerhardt)
  - c. ICS Funds grants (Friedemann Gerhardt)
  - d. Petitions question (Mike Tremellen)
  - e. Vote on whether to accept the Chair's Report
4. To receive and approve the Treasurer's Report for the trading year ending on 30<sup>th</sup> September 2024 (Fiona Dakin)
5. To approve the Ilmington Community Shop Financial Statements for 30<sup>th</sup> September 2024 prepared by David Cadwallader and Co Ltd, the accountants retained by Ilmington Community Shop Ltd (Fiona Dakin)
6. To approve the Management Committee's recommendation that Ilmington Community Shop Ltd does not require the appointment of an auditor, as David Cadwallader and Co Ltd provide an 'independent opinion' on the accounts (Fiona Dakin)
7. To approve the Membership Strategy for Ilmington Community Shop Ltd (Mike Tremellen, Company Secretary)
8. To elect members of the Management Committee to serve for three years (Mike Tremellen, Company Secretary)
9. Answer questions that have been raised



### 10. Birthday Special: A look back on the first 10 years of the Shop and Café (Astrid Matts & Debbie Sarjant)

As Mike Tremellen introduced agenda point 2, he asked everyone to vote on whether they approved the previous year’s AGM minutes which had been previously circulated. They were unanimously approved.

## 3. Chair’s presentation

Mike Tremellen, as Chair of the Management Committee, assisted by Friedemann Gerhardt, presented the Chair’s report to those present. Mike opened by reiterating the purpose of the co-operative, namely:

**The Society exists with the sole purpose to carry on business for the benefit of the Community. The Community is primarily the residents of the Parish of Ilmington.**

**The primary ways in which the Ilmington Community Shop & Café achieves its purpose are:**

- **To provide the services of a village store and small café that has a positive environmental and social impact.**
- **To provide a meeting place and participative group venture that promotes community cohesion and helps to enrich the lives of the Community.**

The majority of what was presented is captured in the previously circulated Chair’s report that can be found on the following link:

<https://www.ilmingtonshop.co.uk/wp-content/uploads/2025/03/ICS-Chair-Report-2023-24.pdf>

**The following item was not included in the report but was mentioned on the night:**

To help illustrate the cost of food increases in the last few years, Mike looked at the weighted average increase of a 10-item shopping basket, based on items he commonly purchased over the previous 3 accounting years. The shop and café pricing policy follows the recommended retail prices from our suppliers, or, where that does not exist, follows a consistent cost plus a margin. The margin does vary on products that have higher wastage, but is typically a markup of 30 to 35%. The weighted average increase was 21% between 2022 and 24 (see table below) which was pretty much in line with one internet source stating that food inflation over the 24-month period was 20%.

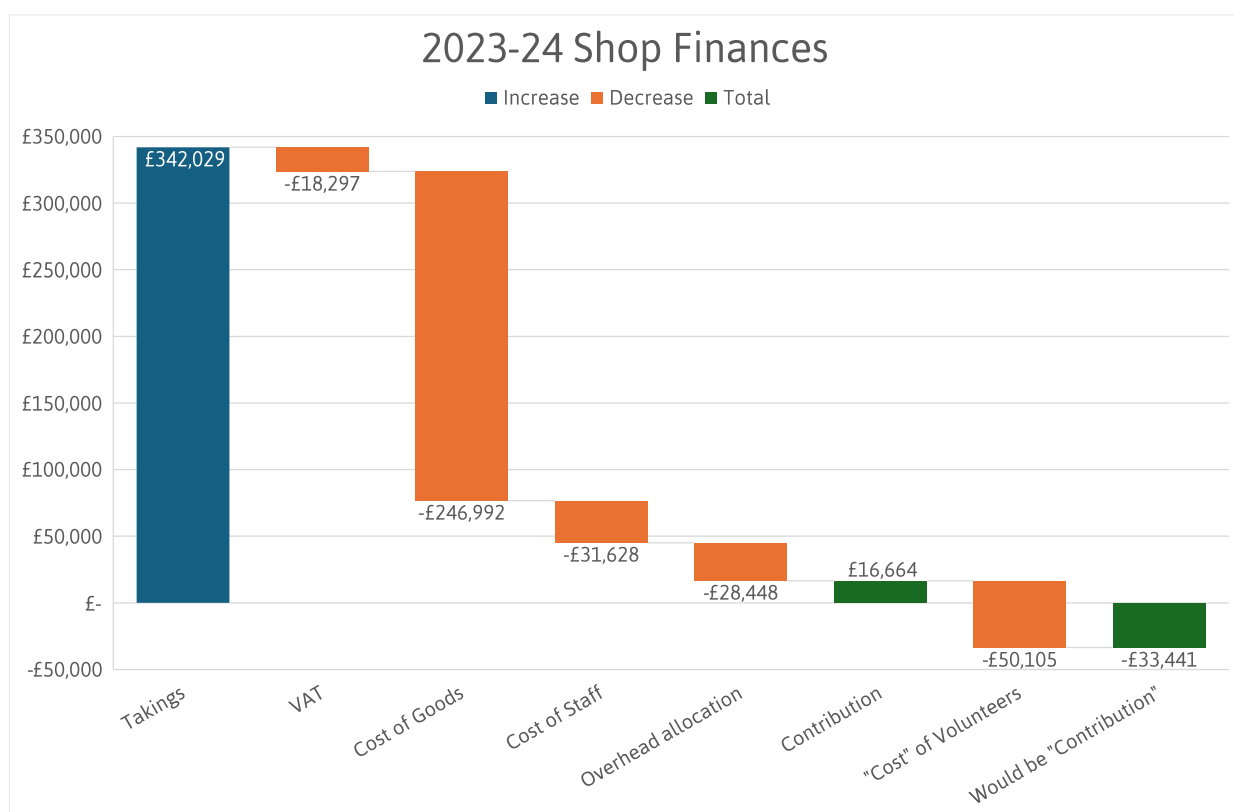
	2022	2024	Increase
EGGS FREE RANGE (BOX OF 6)	£1.32	£1.78	35%
MILK-SEMI SKIMMED (2 LITRE)	£1.91	£2.51	32%
TIMES (THE)	£2.29	£2.80	22%
BANANAS (KG)	£1.91	£2.05	7%
ENGLISH BREAKFAST TEA	£1.70	£1.96	16%
AMERICANO	£1.91	£2.21	15%
CROISSANT - ALL BUTTER 70G	£0.79	£0.84	6%
LARGE GRANARY LOAF	£2.02	£2.82	39%
FOSSEWAY LOCAL SET HONEY 340G	£5.47	£5.88	8%
SATSUMAS (KG)	£2.85	£3.43	21%
<b>WEIGHTED AVERAGE INCREASE</b>	<b>£1.65</b>	<b>£1.99</b>	<b>21%</b>

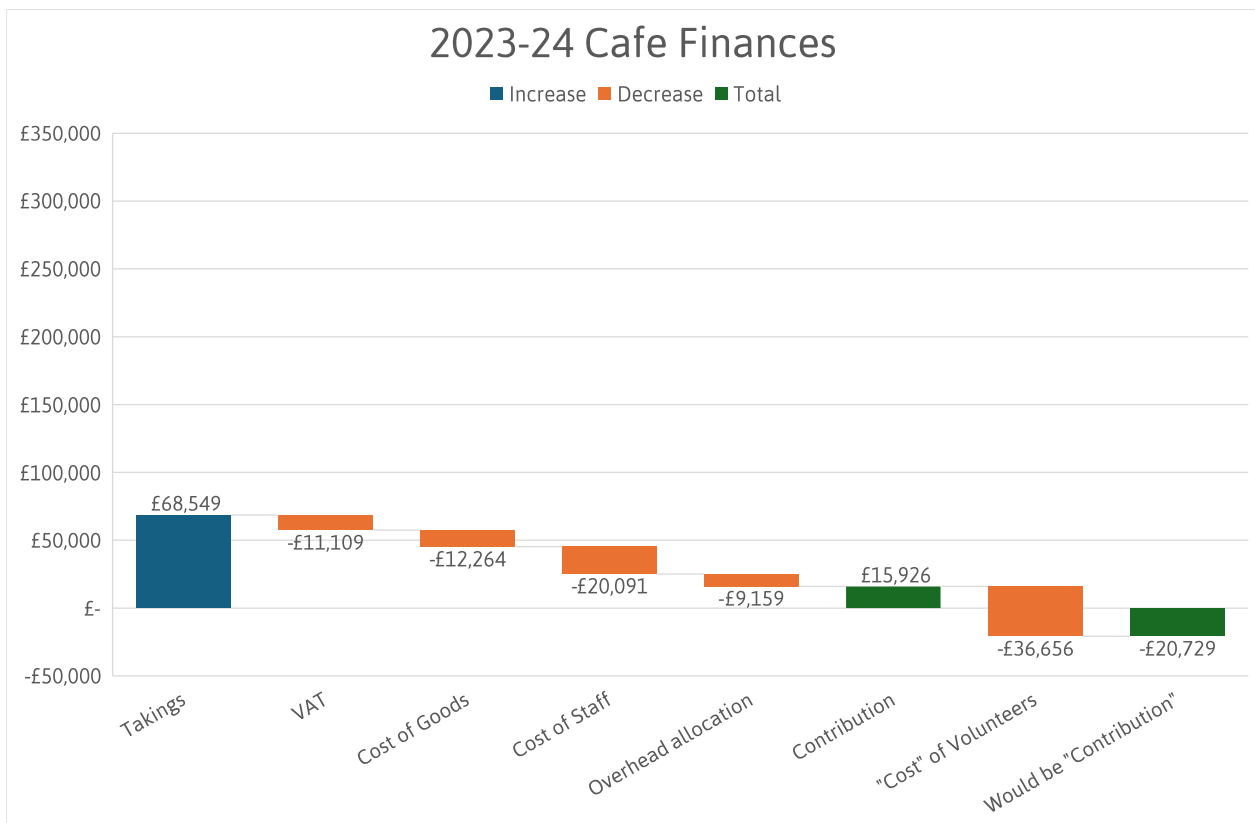


Mike explained that while costs are going up in line with CPIH (Consumer Price Index including housing costs), which is approximately 11%, our the shop and café costs have actually gone up 12%. Although our sales revenue in the shop and café is not going up as fast as food inflation, it grew by 14% in this period. This means that we are losing some sales volume as prices increase. The café sales growth has been ahead of food price increases, which means we are getting busier in the café each year. The cash generated by the business has grown in real terms and proportionately, 18%. The summary message is that the shop and café is being well run from a financial perspective and preforms very consistently and reliably every year since the pandemic.

Mike also shared the makeup of the shop, café and events finances. The large shop takings from customers was reduced by 5.7% as we have to pay 20% VAT on items we sell that are deemed to not be essential food (zero VAT rated) or other essentials (reduced rate of 5% VAT). The shop products have a very significant cost from the suppliers, 76% of the post VAT sales goes to our suppliers. Many of our suppliers are local, so this is a good contribution to the local economy.

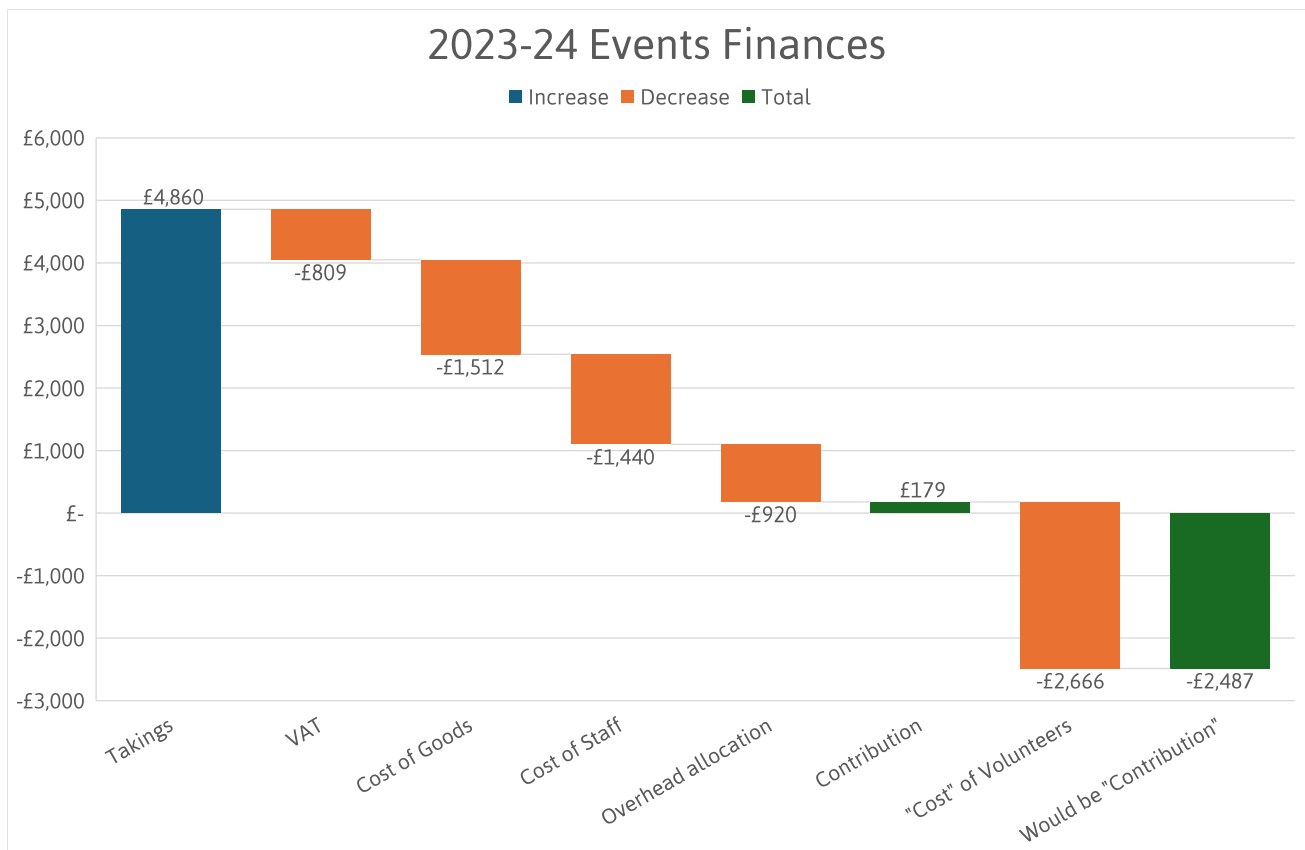
Considering the division of labour by our managers, Mike explained that nearly 60% of Michele and Laura's time is spent on the shop, mainly on stock ordering, stock management and supplier management. Our overheads have also been approximately allocated to each of the business activities. Mike calculates that 74% of the costs are shop costs, the biggest of which are heating, cooling and credit card costs (as the takings are relatively high in the shop and card costs are a percentage of takings). Mike said that this meant that the shop and the café contributed about 50% each of the cash generated. He also estimates the time contribution from volunteers is higher for the shop, which is open 67.5 hours a week compared to 42 hours for the café. (Although the café does have an estimate for cake baking time. If these costs were added into the contribution, both the shop and café would lose money.)





Mike explained that café takings are a lot lower than those of the shop. The VAT was just under 20% as some takeaway products sold do not require VAT. The cost of goods is a lot lower at 21% of post VAT sales, the cost of staff mainly comes from the time Michele and Laura spend helping in the café. The overheads are a lot lower as the card cost are a lot lower and the building is well insulated so cheaper to heat. The combination of all of the above mean that the cash contribution of the café is very similar to the shop. So financially both parts of the business are vital to the success of the business.

The real thing that makes the enterprise work though is the estimated 8,000 hours [note added after meeting: this figure is higher than Fiona's numbers as this has an estimate for cake baking and committee time in it as well as the time volunteers spend on shift] of volunteer time that, at minimum living wage would cost about £90,000 per annum. Mike did explain that getting enough volunteers each week is probably the biggest challenge for the organisation. There are regular volunteers who do single shifts each week, whenever they can, and some regular volunteers who do multiple shifts each week they are in Ilmington. There are also regulars who are ad hoc volunteers who fill in the gaps when required. These people are simply amazing. There are always new volunteers, many of whom are new to the village and get a lot out of volunteering as it allows them to meet so many people. There are then some people who have left volunteering for one reason or another. The Committee are very keen to find a better way to manage the volunteer scheduling and general management/support. This is going to be a project for the coming year.



Mike explained that the above chart shows the events finances in a format equivalent of the shop and café is on a far smaller scale, but it does illustrate that the events more or less break even. We should only do the events if they are giving a social benefit to our community. In the main, we believe they are currently.

Friedemann Gerhardt then discussed projects and achievements across the year and the award of ICS grants to the community. Key projects were the resurfacing of the car park and the recent replacement of dishwasher and coffee machine in the cafe. Projects in progress were the improved layout in the cafe and the solar panel project (which was to be reviewed later in the meeting by the treasurer). A total of £2,326 in community grants had been approved for four projects. They were cleaning of the church, advertising space to generate funds for the Ilmington Bowling Club and two awards to the school, phonetic reading materials and safety lighting.

Mike Tremellen introduced a discussion on the hosting of petitions in the shop and cafe. This was triggered by the Bed for Badgers petition, focused on restoring beds to the rebuilt hospital in Shipston. Mike made clear that it was inappropriate for the shop and cafe to take a political stance. This was broadly endorsed by the members, but the discussion then turned to whether the Beds for Badgers petition was 'political'. There were polarising views. Some members believed that the Committee should not allow the shop and café to host any petitions, others felt that petitions which related to local issues and were not of an overt political nature should be hosted (but not endorsed) by the shop/café. The view was expressed by some that the Committee should not be put in the position of having to decide whether a petition was appropriate to be hosted. At the end of the discussion, Mike took two straw polls to gauge overall opinion amongst the members present. The first showed that there was unanimous support for the position that no petitions should be hosted



unless they were concerned with community matters. The second showed that a 75/25 majority was in favour of not hosting any petitions of any kind. Mike closed the discussion by stating that the Committee would reflect on the discussion and aim to create a sustainable policy going forward.

[The Committee, having subsequently discussed the issue, believe that writing a formal policy is not going to add anything to the guidance that comes from the views of the members expressed above. Given the frequency of requests so far (one in ten years), the Committee agreed not to try to write a specific policy, but to rely on the guidance given by the members above.]

Mike then requested and received unanimous approval for the Chair's report.

#### 4. to 6. Treasurer's presentation

Fiona Dakin, as Treasurer of the co-operative, presented her report to those present. The majority of what she said is captured in her previously circulated report that can be found on the following link:

<https://www.ilmingtonshop.co.uk/wp-content/uploads/2025/03/ICS-Treasurer-Report-2023-24.pdf>

Overall revenue had increased, and profit margins were reasonably healthy. Cash in hand was circa £120,000. This was lower than the previous year due to the expenditure on capital projects and donation to the children playground, approved at last year's AGM. This level of cash remains healthy.

The solar panel project was then discussed. This would be proceeding in April at a project cost of circa £17,000. This was partly offset by a grant of £6,000 from Stratford Council. This would result in a net payback of around 4 years. There would be a large saving in carbon emissions. The project would also allow closer monitoring of electricity usage, creating potential opportunities to lower usage, move to day/night tariffs and provide the evidence to support the need or otherwise for a battery storage project.

When Fiona had concluded presenting the Treasurer's Report, the members present voted unanimously to approve the Annual Accounts for the period to 30<sup>th</sup> September 2024.

<https://www.ilmingtonshop.co.uk/wp-content/uploads/2025/03/2024-Approval-Accounts.pdf>

Fiona described our current audit arrangements. We retain accountants David Cadwallader & Co Limited who give an independent expert opinion on the Accounts at a cost that is a lot lower than a full audit cost. They already give their professional opinion on our accounting and help us to report things in the correct way. The Committee recommended to Members that the Ilmington Community Shop Limited does not require an independent audit and the members present unanimously agreed.

All present voted unanimously to approve the Treasurer's Report.



## 7. Membership Strategy

Mike Tremellen, as Company Secretary, directed people to the previously-circulated Membership Strategy that can be found on the following link:

<https://www.ilmingtonshop.co.uk/wp-content/uploads/2025/03/Membership-Strategy-February-2025.pdf>

He reported that we currently have 488 members. The essence of the current Membership Strategy is to promote a share offer annually in the run up to the AGM, which allows people to be part of the co-operative, vote at the AGM and influence the co-operatives direction. The idea is to promote shares with a meaningful end date – in this case taking part in the AGM. The aim is to allow anyone new to the village to have the opportunity to join and become invested in the co-operative. It is not about raising money at this time. This approach over the last 5 years has created 124 new members, nearly 25% of the membership so it appears to be working.

Members were asked to vote as to whether they approve the Membership Strategy which they did nearly unanimously (there was one member who voted against).

## 8. Management Committee elections

Sarah Beebee stood down in October. Mike Tremellen said that he was sad that Sarah was not present to accept his heartfelt thanks for everything she had contributed to the Committee and to thank her for continuing to help with her volunteering efforts on shift and through her cake baking.

Fiona Dakin needed to stand for re-election as her 3 year term has run out. She said she was happy to stand again.

The re-election of Fiona was passed unanimously.

Mike then briefly introduced Friedemann Gerhardt and Mike Clasper, both of whom have been co-opted onto the Management Committee during the last 12 months. Mike Tremellen was very keen that they become permanent members of the Committee as they had both made a great contribution so far. Friedemann and Mike Clasper were both proposed and seconded by fellow members and unanimously elected to the Committee.

## 9. Questions

Mike Tremellen acknowledged a question that was previously asked about easier access from Upper Green to the Shop and said he would keep in touch with the person who asked it to let them know about progress with this action. He then asked for final questions and suggestions. There were two specific suggestions. Firstly, to merchandise an 'essentials' range consisting of good value, lower price items. Secondly, to consider adding an EV charging point in the parking area.



## 10. Birthday Special: A look back on the first 10 years of the Shop and Café

Debbie Sarjant and Astrid Matts presented a photographic review of the 10-year history of the community shop. This was warmly received by the members. The presentation is available online at: <https://www.ilmingtonshop.co.uk/ten-years/>

Debbie Sarjant explained that a birthday party was planned for Monday 26<sup>th</sup> May. There would be free food and soft drinks for attendees from the Ilmington Community.

After thanking Debbie and Astrid for such a great presentation, Mike Tremellen closed the meeting.

## Attendees

(63 members)

Mike Tremellen  
Debbie Sarjant  
Astrid Matts  
Fiona Dakin  
Friedemann Gerhardt  
Mike Clasper  
Sue Clasper  
Diana Snowdon  
Jeremy Snowdon  
Laura Groves  
Sue Matthews  
Mike Matthews  
Michele Hall  
Jenny Daniel  
Malcolm Lowe  
Sheila Lowe  
Sarah Tremellen  
Alan Sarjant  
Irene Sabin  
Mary Brain  
Julia Hamer  
Keith Hamer  
Annette Collins (with her husband who is not a member)  
David Jackson  
Ros Jackson  
Jean Hessel  
Alan Hessel  
Clare Sharratt  
Richard Sharratt



Joan Price  
Rebecca Marriott  
David Howitt  
Christina Wisdom  
Karen Peachey  
Lindsay Martin  
Tim Allen  
Joan Redhead  
Pete Redhead  
Tony Moon  
Jean Moon  
Tony Norton  
Rachel Norton  
Sheila Ovens  
Jonathan Smith  
Catherine Hilton  
Colette Nock  
Fiona Kraus  
Martin Kraus  
Carole Clifford  
Geoff Clifford  
Tim Seller  
Jane Neate  
Fran Chapman  
Michael Lodge  
Judy Lodge  
Sue Byass  
Kevin Byass  
Cynthia Jones  
Martin Underwood  
Anne Slowther  
Wendy Lewis Edwards  
Colin Edwards  
Gregg Woodall

Proxy votes received from (14 members):

Liz Garton to Mike Tremellen  
Holly Tremellen to Mike Tremellen  
Julie Jones to Mike Tremellen  
Susan Brock to Mike Tremellen  
William Tremellen to Mike Tremellen



James Llyod to Mike Tremellen  
Anthea Llyod to Mike Tremellen  
Susan Carr to Sheila Lowe  
Jackie Prosser to Sue Clasper  
Steve Prosser to Sue Clasper  
Doug Grieve to Mike Tremellen  
Sarah Britnell to Mike Tremellen  
Sophie Welch to Mike Tremellen  
Wilf Buck to Mike Tremellen

