

## **ANNUAL GENERAL MEETING**

### **Draft Minutes of the Meeting held 11 February 2013 at 11.30am, Trinity Park**

The President, the Right Honourable Lord Deben, welcomed all to the meeting. Before commencing the formal meeting, the President invited those present to stand in memory of Vice-Presidents and Members who had died since the last AGM.

#### **1. Apologies for Absence**

The Executive Director reported that 33 apologies had been received for the meeting.

#### **2. To adopt Minutes of the 2012 AGM.**

The Minutes had been posted on the SAA website and hard copies were available at the meeting. The Minutes were proposed by Roy Goodwin, seconded by Sam Fairs. The President asked those present if they were in agreement that he signed the Minutes as a true and accurate record. This was agreed.

#### **3. To receive the Annual Report.**

The President asked the Chairman, Stephen Fletcher, to pick out a few highlights from the Annual Report and report of the Trustees.

In the review of the Association's year he stated that he had to touch on the cancellation of the second day of the Suffolk Show, this first time such a decision had been taken in the Association's history. He reported that it had been an incredibly difficult decision to make but one that had been supported by all involved. Furthermore, for the Association and Show to come out of it without too much of a blemish reflected great credit to all the staff and volunteers involved and he thanked all those who had helped on the day and subsequently.

The Chairman reflected that TPEL had had a difficult year. The way that the business was run had been changed following advice from an industry expert who sat on the TPEL Board. A new, full-time sales executive had been appointed and there had also been changes to the Board with Tim Rowan-Robinson stepping down and two new non-executive directors appointed, Nick Mills from Brasteds and, more recently, James Averdieck. Mr Averdieck, founder of Gu Puddings, had been the guest speaker at the Association's new Awards Dinner held in November and had been very keen to join the Board as he was now resident in Suffolk and had been looking for a new challenge.

The 2012/13 year had got off to a good start with a good first quarter and successful Christmas season. A promising second quarter was under way with bookings at 80% against 64% at the same time last year and this was supported by a rise in the stock market. Overall, whilst the Show had taken a major hit, TPEL were trading satisfactorily.

The Chairman reported that the planning application for the 22 acres of land at the west end of the site had been locked in deep negotiations over the 106 agreement but he hoped that it would be resolved in the next three or four months. The Masterplan had also progressed but no further decision would be taken until further down the line. He stated that a lot of work had been carried out on what the Association should concentrate on in the future in addition to its core activities, staging a Show and promoting and supporting agriculture. While it would be easy for the Association to continue in the same vein, it was essential to develop and move the Association forward. Robert Rous, the Vice Chairman would be leading the initiative and would report back

progress at the next AGM. New events such as the International Polo and the Association's Awards Dinner had been introduced in 2012 and had proved very successful.

In his last report as Chairman, Stephen Fletcher stated that his objective when he had taken on that privileged role had been to leave behind an Association that was at ease with itself. From 2008 onwards he had had to consolidate but had tried to continue to look forward. The Chairman asked if there were any questions. As there were no questions the President asked the Treasurer to present the accounts.

The Treasurer stated that, as in previous years, an abbreviated version of the audited accounts of the Association had been distributed and the full audited accounts were available on the Association's website. The full accounts had been approved by Council on 10 December 2012 for submission to the members of the Association at this meeting.

The Treasurer reported the Association's results in two parts, first with a brief high level overview of the Association's trading performance and then a more detailed review of the constituent parts of the business, being the Suffolk Show and the trading subsidiary, Trinity Park Events Limited.

As everyone was aware, the financial year to September 2012 had been a very difficult one for many business and for the SAA this was exacerbated by the cancellation of the second day of the Show. With no insurance, the loss had been estimated at half a million pounds at the time and transpired to be about £530k and had mostly been due to refunds paid to tradestand holders, exhibitors and ticket holders and the estimated loss of gate revenue. Details appeared on page 27 of the accounts.

The Treasurer confirmed that the Association had now managed to obtain what they hoped would be suitable insurance which would cover various risks beyond their control that might cause all or part of the Show to be cancelled in future, including adverse weather and communicable diseases. This had been achieved at a much lower cost than the 10%-15% of the sum insured which had been quoted in 2011. In light of the cancellation, the Show contribution after direct costs fell to just under £3k from £468k in 2011.

Turning to Trinity Park Events Ltd, 2011/12 had been a difficult trading year with the public sector (which had accounted for 34% of business in the previous year) cutting back dramatically on the use of the Events Centre for meetings following government austerity measures. While bookings had only been down by 7%, room hire rates had been ruthlessly negotiated and the margins on food and bar spend were substantially reduced. The first International Polo event held at the end of June had been attended by approximately 5,000 people and, although the event suffered a loss in its first year, it had also introduced many new people to the Association, Trinity Park and its facilities.

As a result of the cancellation of the second day of the Show and the poor trading performance of TPEL, the Statement of Financial Activities showed net outgoing resources of £806k compared to £190k in 2011. On a more positive note, the Association's capital assets resulted in net realised gains of £43k on the investment portfolio and net unrealised gains of £336k, totalling £379k, compared to a net capital loss on the portfolio of £143k in 2011. As a result, the net deficit for the year fell to £427k compared to £334k in 2011.

On the SAA's balance sheet, total Assets reduced by £427k to just under £10million and consisted of land of £2.78m (28%), shown at cost as in previous years so that it would not have to be revalued every year, and buildings of £4.4m (44%), net of depreciation,

giving total land and buildings of £7.18m. In 2010 the Association, at the request of the auditors, obtained an indicative estimate of the then current market value of the land and buildings which came to £8million and was still believed to be accurate.

The transfer of the investment portfolio, valued at £4.3m (43%), from Schroder to Sarasin had been completed at the end of December 2012, with the exception of some holdings in private equity funds which remained with Schroder as they could not be sold for a number of years. Other fixed assets stood at £200k (2%)

While net current liabilities of £538k (-5.4%) appeared to be a substantial negative number, the Treasurer reassured the meeting that the Association's debtors were closely monitored and were very much under control, adding that £433k of this amount was the overdraft and the amount of the long-term loans that were repayable over the following twelve months.

Looking more closely at the income and expenditure account, the cancellation of the second day of the Show had resulted in a substantial reduction in Show income, gate takings fell by 62% from £525k to £197k after refunds, car parking similarly fell by 59% from £59k to £23k and catering and other commissions fell by 59% from £59k to £22k, mainly due to an agreement to accept a reduced commission payment from the principal public catering supplier. Many trade stand holders had a good day's trading on the first day and, as a result, had waived the offer of a refund and therefore income only fell by 13.3% from £416k to £361k. Livestock income had only fallen by 15.8% to £51k as there had been an increased level of entries and many of the classes were completed on the first day. Sponsorship, which had very nearly matched the previous year's record level, also only fell by 10% to £109k as many sponsors had also waived the refund offered. Overall, total Show income fell by 38% or £483k from £1.263m to £780k.

The Treasurer reported that, despite the loss of income, there was very little saving to be made in respect of most of the direct costs of the Show as they are, by nature, fixed rather than variable once the Show has been set up. The significant exception, for obvious reasons, was prize money, trophies and engraving. In spite of the harsh economic environment many suppliers had already agreed in advance to keep their price increases from 2011 to a minimum. In more detail, contractors and equipment hire, which equated to 65% of the total, rose by only 2.1% or £11k to £502k, prize money fell by 33% to £67k as some classes were not completed and judges' and officials' expenses fell by 7.2% to £81k, mainly as a result of savings on hospitality costs for the second day. All other costs had been strictly controlled with only small increases year on year. Total costs fell by £20k (2.4%) from £795k to £777k. Show contribution before allocated costs was only just positive at £2,900 compared to £468k in 2011.

The Association had organised two successful conferences during the year; with the increased income coupled with the tight control of costs, this had resulted in an increase in net sundry income from £16k to £24k. The recharged costs to TPEL by the Association had been very much in line with 2011, increasing by less than 1%. Rental income on houses and other assets at Trinity Park remained mostly unchanged. General expenditure had risen by £69k (5%) to £1.39m and this expenditure had been mainly due to £137k of professional fees for the planning application for land at Trinity Park. Therefore, recurring costs had actually reduced by £68k (5%). The Treasurer highlighted significant savings compared to 2011 as being a reduction in staff costs (38% of total) which were down £18k (3%) mainly due to non-replacement of staff who had left. Utility costs had fallen by £22k (18%) and this reflected the saving in water usage compared to 2011 when there had been intensive irrigation before the Show. Maintenance costs (12% of total) had increased by £29k (22%) and reflected the need to employ additional casual labour to cover the temporary absence of the Estate Manager

on extended sick leave and the non-replacement of one permanent member of staff. The only increase in costs had been for stationery and postage (6% of total) which had increased by 12% to £91k following the additional mail-outs to tradestand holders, livestock exhibitors and sponsors to explain the cancellation policy and the subsequent refund payments.

The operating deficit before investment income and interest payable had risen to £713k compared to a deficit in 2011 of £182k. Interest payable remained substantially unchanged at £63k and income from investments had, once again, fallen slightly to £51k from £54k. Capital movements had helped to reduce the deficit by £379k and results from TPEL had amounted to a loss of £81k compared to a profit of £2k in 2011. Turning to Trinity Park Events Limited, total reported turnover fell by 4.5% to £1.011m. However, there were two non-recurring items of income, the International Polo event added £94k in 2012 while the gross income earned from the Triennial Suffolk Ball (£66k) in 2011 had not been repeated. The net effect was that turnover increased year on year by £58k. Excluding this impact, recurring turnover fell by 7.7% to £917k from £994k mainly due to the economic conditions and letting income fell by £65k (16%), as detailed earlier. However, catering, bar and event income had been much less affected, falling by only 2% from £577k to £565k, as dinners and balls, which earned large bar and catering incomes, had held up very well.

Gross profit fell by 18% to £460k as the Suffolk Ball profit of £30k had been replaced by a loss of £21k from the polo event. Following tighter control of costs in all areas, total recurring gross profit fell by only 5% to £436k. Gross profit had fallen in nearly all areas, with the exception of catering income (23% of total) which had increased by 8% to £107k due to tight cost control. Other gross profit was derived from letting (51% of total) down 20% to £233k, bar income (23%) down 2% to £108k and event income (6%) down 3% to £33k. The Treasurer reported that, having eliminated the effect of the non-recurring business, TPEL's recurring administration costs rose by only 2% or £11k from £531k to £542k following a change in the mix of business in some areas and strict cost control. Despite the difficult economic conditions, there had only been one bad debt in the year of £1,390. Therefore, the profit of £2k in 2011 had become a loss of £81k.

The Treasurer asked if there were any questions. There were no questions and so he proposed the adoption of both the Annual Report and Statement of Accounts. This was seconded by Mr Robert Rous. The President asked if the meeting was in agreement that the Annual Report and statement of accounts were adopted. This was agreed unanimously.

**4. To propose a vote of thanks to retiring President, Lord Deben.**

John Kerr, in Derek Scott's absence, proposed a vote of thanks to the retiring President, Lord Deben. He commented that the Association had been fortunate to have had Lord Deben as President for 2012, who had been a strong advocate of Suffolk agriculture and had supported and had an interest in the Show for a long time. John Kerr reported that he had asked others for their views on Lord Deben's year of office and the feedback had been that he had put a new slant on things, that he had brought people to the Show who had not previously attended, on the second day he had been a reassuring hand on the tiller and had ably handled the PR following the cancellation. John Kerr thanked Lord Deben for all his input over what had been a remarkable and tempestuous year and extended the Association's thanks to Lady Deben and their family for all their support.

The President, Lord Deben, thanked John Kerr for his kind words. He had enjoyed his year as President and his family wanted to add their thanks. He stated that one word from the Chairman's report had been 'calamitous' but that was not the way in which he had seen things, given the way the Association had picked itself up following the

cancellation. He went on to say that one only had to look at the SAA to see the 'Big Society' at work. He would long remember the joke from the Show Director, David Nunn, at lunch on the second day of the Show that the Association had long been looking at ways to restrict the President's guest list and that finally he had found a way!

Lord Deben stated that 2012 had been a hugely successful year in other ways. So many of the tradestands, sponsors and exhibitors had not requested refunds in order to support the Show and sponsorship was going very well for 2013 with a record level of support for the School Farm & Country Fair. He felt that the reason was the huge level of admiration that the Association attracted. The School Farm & Country Fair was an exceptional occasion and vital for children to make the connection between farming, agriculture and the food on their plates. He had encouraged the committee to chase those schools who had never attended the event in the past and the result had been applications for almost twice the number of places that could be accommodated. Lord Deben went on to say that the purpose of the SAA was to educate and ensure the next generation understands agriculture. He stated that the Association should be proud of its role and should always be prepared to spend money on education because that was the charitable heart of its role.

While the Association had not had an easy year, Lord Deben stated that many other venues would give their right arm for the results that the Association had achieved and continued to achieve with the successful Christmas and first quarter for the current financial year.

Lord Deben told the meeting that it had been a great pleasure to be President and to work with such a remarkable team, the Committees, staff and volunteers. He stated that Stephen Fletcher had been a remarkable Chairman and in our democratic system had often had to repeat himself three times at various meetings. He respected him enormously and the Association had been lucky to have had his involvement for the length of time that it had.

The President went on to say that the cancellation of the second day of the Show, something which had only happened once in more than 180 years and was thought of as unlikely to happen again, may indeed happen again with climate change and that insurance was, therefore, a fine thing.

There are two famous quotes, 'nothing is as important as peoples food' and 'no government is more than nine meals away from revolution'. Agriculture had been pushed to one side as it was seen as inevitable that there would always be enough food. However, we were facing a time when agriculture would be facing its biggest challenge, to grow more than twice as much food as before and to do it in an environmentally friendly way. Lord Deben felt that the Association would have to play and indeed was playing its part under strong leadership and he was very proud to have been President of such an organisation. The meeting showed its appreciation.

## **5. To elect the President for 2013**

The President proposed Stephen Cobbald as President for 2013. He commented that Stephen was at the opposite end of the scale to himself as he was actively involved in agriculture on a daily basis with a spirit and enthusiasm that was infectious. He had had the privilege of being shown around the sheep lines by Stephen on the second day of the Show and had been impressed by his encyclopaedic knowledge of sheep rearing. The Association needed different advocates, those who could talk about agriculture internationally, those who could talk about it in terms of Suffolk and those, like Stephen

Cobbald, who could talk about it from their everyday life and he could think of no nicer person to propose as President.

David Nunn seconded the proposal. As Show Director he got to work with three Show Presidents, each one bringing new challenges, and he was very much looking forward to working with Stephen Cobbald, as he had enjoyed working with Lord Deben. All the meeting agreed the proposal.

Stephen Cobbald thanked Lord Deben for his kind words and stated that he had been lucky to have been President Elect to someone so capable and who had so ably steered the Association through difficult times. He thanked the meeting for their generous and kind support and stated that he had been involved with the Show for more than 50 years, during which time he had made many great friends and had wonderful times and enjoyed every minute of it. He went on to say that it had been a very special moment when he was asked to be President. No-one could fail to see that the Association was entering a new phase of communicating with the public about agriculture and he felt that one of the Association's strengths was its ability to be a facilitator in the role, with the Show and School Farm & Country Fair and other educational objectives.

He proposed to support the work of the RABI as his chosen charity in his year of office. He stated that he would do everything that he could to promote and develop the good name of the Association and believed that lightning would not strike twice and that the Show would bounce back in 2013. He thanked the meeting for the honour of being President.

#### **6. To appoint President-Elect**

The President proposed The Countess of Euston as President Elect for 2013. He commented that it was almost impossible to go anywhere without finding the Countess of Euston who would always contribute where she could and was enormously valuable and helpful to us all and wholly different to her predecessors.

Stephen Cobbald seconded the proposal, adding that the Countess of Euston would certainly keep him on his toes and he was very much looking forward to working with her.

The Countess of Euston responded that it was an enormous honour and privilege to be appointed President-Elect. As a resident in the county, forty years before she had married a Suffolk boy and the first thing that he had done was to take her to the Suffolk Show and she did not think that she had missed a year since. She stated that, unashamedly, the Suffolk Show was the best agricultural show in Britain which was why so many were happy to support it each year. The Countess concluded by saying that she was very grateful for the opportunity and to follow in Stephen Cobbald's large footsteps.

#### **7. To propose a vote of thanks to the Honorary Director and Deputy Director.**

The Chairman stated that he was delighted that Robert Rous would be taking over as Chairman on 1 July 2013.

The Chairman proposed a vote of thanks to the Honorary Show Director, David Nunn. He stated that David had demonstrated utter commitment to the Association, often at the office three or four times a week or five or six at peak times. The Association was very lucky to have people like David to support its aims and few other organisations had the SAA's continuing level of support from the voluntary sector. His first Show had been plain sailing but the second was the complete opposite. There had been much discussion on the evening of the first day and everyone had wanted to continue with the

Show if it had been possible but after monitoring the situation, and with much reluctance, the decision had been made to cancel. The Chairman reported that much activity had followed the announcement with the team at the forefront of dealing with the aftermath. The way in which David had dealt with the situation had been exemplary and he had turned a crisis into something which had strengthened the Association's standing. On behalf of the meeting, the Chairman thanked David Nunn and also extended his thanks to the Executive Director and all the SAA team for their work in handling the situation.

The Chairman thanked John Taylor for undertaking the role of Deputy Director in 2012, for all his support and all he done through the year and in recognition he was presented with the R H Sherwood Memorial Tankard. John was also thanked for taking over as Chairman of the School Farm & Country Fair.

David Nunn thanked the Chairman. He stated that 2012 had been a difficult year and one that the whole Show industry wanted to forget. A tremendous amount of work had gone in to the event and cancelling had been the most difficult thing that he had had to do. He thanked all the stewards, volunteers and staff who had turned up to put on a Show, but who then had to put all their efforts in to cancelling, for the professional way in which they had dealt with the situation.

**8. To appoint Auditors for 2013.**

The Treasurer thanked Lord Deben for his earlier comments. He proposed that Baker Tilly be elected the SAA's auditors for 2013. This was seconded by Robert Baker and agreed unanimously by those present at the meeting.

**9. To receive a report on the 2013 Show arrangements.**

The Show Director reported that after the cancellation of the second day of the 2012 Show, it was going to be important to maintain confidence for 2013. With that in mind, the Association would go forward with a similar budget and with all prices held for 2013. Negotiations with contractors had been going well, costs were being kept down and the early indication was that contractors would be holding their prices or offering slight reductions.

The work to remove the President's box was ongoing with the removal of the asbestos. The Show Director reported than plans were being made for the extended sponsors' marquee, improved toilet facilities for the Members' marquee and a larger, covered grandstand for the Vice Presidents and President's guests. There was ongoing general maintenance, re-seeding, updating signs, painting and road repairs.

The displays had all been confirmed and, in addition to the usual events and the returning street theatre, new displays for 2013 included Broke FMX motorcycle display team, a bridge building demonstration by 23 Engineer Regiment from Rock Barracks in Woodbridge, a Lusitano display and, the Show Director was delighted to confirm, a display by Suffolk YFC.

Tradestand sales were going well and some new areas were being developed including a Home & Garden area, Made in Suffolk, an Events zone (which would include an ice skating rink) and the Newmarket Experience would be bringing their travelling paddock and horse simulator. One or two agricultural tradestands would not be returning but the Show Director was delighted that Claas, celebrating 100 years in business, would be increasing their stand size by 30%. They were no longer going to the Cereals event but would be spending more at County Shows.

The Show Director reported that sponsorship was going well with several new companies confirmed and some existing sponsors increasing their level of support.

These included Brewin Dolphin (VPs), Wilson Wraight (Suffolk Show Plan), Suffolk New College (Coaching and Flower & Garden Experience), Colchester Institute (Members) and Nidera (Judges & Stewards).

At the end of 2012, Muntons announced that they would no longer be supporting the Schools Competition. Since then, Hannah Woods, Education Officer, had worked very hard to bring the event 'in house' and the Show Director was delighted to report that the new competition, working in conjunction with Cook With Me Kids and Healthy Ambitions, would be launched shortly.

Livestock and equine schedules had been sent out and many of the judges from the second day of the 2012 Show would be returning. The Show Director confirmed that the Show would be hosting the Southdown Sheep National Show and Percheron Breed Show in 2013 and that there would be a full showjumping programme, including an International Trial and International Stairway.

#### **10. Any Other Business**

The President announced that UCS had written to the Executive Director to say that they wanted to give him an honorary doctorate.

Tory Lugsden, on behalf of the Suffolk Young Farmers, thanked the SAA for its continued financial support which had allowed them to open two new clubs.

John Taylor reported that a dvd had been produced to promote the School Farm & Country Fair. The dvd, which was shown at the end of the AGM, had been very well received, sponsorship was already up on previous years and over 7,000 applications had been received for only 4,000 places. He stated that this was a hugely important event that not only educated the pupils but also the parents and teachers who attended. He commented that it was great to work with someone as dedicated as Hannah Woods. He thanked all the stewards who assisted with the event for their support and asked that if anyone was interested in stewarding they should contact either himself or Hannah.

There being no further business the President declared the meeting closed at 1.10pm.