

ANNUAL GENERAL MEETING

Draft Minutes of the Meeting held 6 February 2012 at 11:30am, Trinity Park

The President, Derek Scott, 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, particularly remembering Lord Somerleyton (who had been President of the SAA twice), Lawrence Cornell, Geoffrey Clarke, Robert Curle, Robin Dennis-Jones and Richard Gowing.

1. Apologies for Absence

The Executive Director reported that there were 29 apologies for the meeting.

2. To adopt Minutes of the 2011 AGM.

The Minutes had been posted on the SAA website and hard copies were available at the meeting. The Minutes were proposed by Robert Baker, seconded by John Taylor. 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.

The Chairman reported that in preparation for today's AGM he had looked back at the words he had used in this speech over the past three years and the term 'hostile economic climate' had been a regular feature. He commented that the irony was that whilst the general economic climate had been, and continued to be, hostile in many respects, arguably agriculture had had a better time than some other industries. Whilst nobody claimed that farming had been plain sailing, and that some sectors were still struggling, things had been better than they were for nearly a generation before that, despite the arid conditions farmers experienced during the growing season last year and might well again this year.

He continued that it had been easy for the general public to forget that over the last 30 years, up to 2005, farming had been in the doldrums whilst internationally Governments sought to work out what to do with surplus production. However, today, food production was highlighted as a foundation and strong industry. He commented on an interview he had heard with Bill Gates who set up the Bill and Melinda Gates Foundation in 1994. He had emphasised the importance his vast charity placed on global health and had been shocked that his foundation awarded grants in 2010 of \$2.4 billion, which compared with the total public, corporate and private spend of \$3 billion a year spent on researching the seven most important crops. Given the central role food plays in human welfare and national stability had been shocking, not to mention short sighted and dangerous how little money had been spent on agricultural research. This view was backed by the Government's Chief Scientist, Sir John Beddington, who warned of the 'perfect storm' of

food shortages, scarce water and insufficient energy resources. Agriculture and organisations such as the SAA have a meaningful role to play.

Last year the Chairman had mentioned the formation of the new Anglia LEP. Since then, and sitting just beneath that LEP, was the Food, Farming and Rural Enterprise Board, chaired by David Laurence, the Principal of Easton College. Five members of the SAA's Council - Stephen Cobbald, Robert Paul, Sam Fairs, Lord Iveagh and Jason Salisbury and the Executive Director, had joined the group. The Group's focus had very much been on how best to steer Norfolk and Suffolk's agricultural industries, to ensure maximum efficiency and replenishment of our ageing workforce.

The Chairman updated the meeting on the Vision Group, introduced last year to provide direction for the Association over the next decade or two. Peter Newnham, the facilitator had completed interviews with over 40 individual farmers and other stakeholders, followed by a Review Workshop with some members of the SAA. Some very different views were expressed by the participants in that workshop, which caused some re-thinking on how to conclude the process. A timetable for the rest of the year had since been agreed and he hoped to be able to present a clear picture for the future at next year's AGM.

The Chairman reported that the Orientation East project had progressed faster than expected as a result of a window of opportunity highlighted at a meeting with Suffolk Coastal District Council. The SAA's Council made a decision in September 2011 to submit a planning application for the development of 18 acres on the west of the site. The application required a clear plan showing the re-orientated site for the betterment of the Suffolk Show and other events that take place at Trinity Park, and so the Orientation East Working Party was reconvened and had been working hard with professional advisers, LDA and Bidwells, to produce an outline draft Masterplan. This would be presented to Council on 15 February for consultation and discussion.

The Chairman continued that it had been a privilege to attend the BALE Champion of Champions Awards Presentation last week. The judges had a very difficult task to differentiate between some very dynamic and well developed businesses. The Business Development Committee under Peter Over's chairmanship had made good progress in its first year and the International Polo match on 30 June promised to be a great innovation.

He reported that TPEL had made a small profit this year, with many high profile events taking place. The future remained challenging in the hostile economic climate as referred to earlier. He hoped to attract a further one or two non-executive Director's onto the TPEL Board. The Chairman reminded all that the SAA's agricultural conference was taking place on 29 January.

Finally he concluded his report with a sincere 'thank you' to all the Trustees who had worked so hard to make this a dynamic and diverse charity and to the hardworking staff, including three interns, who had all contributed to a very successful year.

The President asked if there were any questions. As there were no questions the President asked the Treasurer to present the accounts.

The Treasurer reported that, as in 2010, an abbreviated version of the audited accounts of the Association had been distributed, with the full audited accounts available on the Association's website. The full accounts had been approved by Council on 9 December 2011 for submission to the members of the Association at this meeting

The Treasurer referred the meeting to the Independent Auditor's Statement, commenting that as this was only the abbreviated report, the auditors' statement merely confirmed that the extract included in the Report was consistent with the full audited accounts and complied with the relevant clauses of the Companies Act. The full Auditors' report was once again unqualified.

Turning to the Association's financial performance, he drew to members attention the fact that in the year to 30 September 2011, the Association again suffered a deficit on its charitable and trading activity amounting to £190k. This showed an improvement of 15% compared to the 2010 deficit of £225k and was part of the continuing process that the management team at the Association had been undertaking to contain costs while maximising existing revenues and seeking new sources of income. He reminded those present that in 2008 the SAA incurred a deficit of £329k and the team had gradually improved this with a combination of increased income and control of costs.

This had been achieved in a period of unprecedented economic turmoil while not only preserving but actually enhancing, the quality of the various activities that the Association arranged, in particular the Suffolk Show, the School Farm and Country Fair, the farming conferences and competitions.

The Treasurer began with a high level overview of the Association's trading performance and balance sheet, taking the key figures from the Detailed Consolidated Income and Expenditure Account on page 11 of the Annual Report. Membership income (gross) was up £1k to £164k mainly due to an increase in the annual membership fee. The Show contribution before indirect costs improved by £4k (1%) to £468k. Net income from conferences rose £5k (45%) to £16k despite slightly lower gross income; increased sponsorship created an improvement in net income. The management charge, being the recovery of staff and other direct costs of TPEL, was down by £10k (2%) to £480k

Total general expenditure fell by £2k to £1.32m. This resulted in a total operating deficit before interest and investment income of £182k, marginally lower than the £185k in 2010. Regarding the non operating income and expenditure, the loan interest was down by £4k (6%) to £64k as the Association had benefited from the continuing environment of low interest rates but this also served to reduce Investment income from £70k to £54k. On the positive side, the trading subsidiary, TPEL, achieved a profit of £2k compared to a loss in 2010 of £42k. Therefore, the consolidated trading deficit for the year fell by 15% to £190k from £225k in 2010.

Turning to capital resources of the SAA, investment markets during the year were unusually volatile, particularly in the September quarter when global equity markets had fallen by around 15% mostly on the back of the lack of confidence as a result of the Eurozone debt crisis. The Investment Portfolio suffered a net fall in the year of 1.9% with the overall value falling to £4.6m. The portfolio incurred an Unrealised loss of £162k compared to a unrealised gain of £287k in 2010 (a swing of £450k, some of which was recovered in the December quarter) and realised gains of £19k very much in line with the

gain of £22k achieved in 2010. Including the Capital flows arising from the portfolio, the Association suffered a Consolidated deficit for the year of £334k compared to a surplus in 2010 of £84k.

The Association's Balance Sheet which appeared on page 9 of the report, total assets had reduced by £334k to £10.4m. Total assets consisted of Land of £2.78m (26%) and 'buildings' of £4.55m (43%) giving a total land and buildings value of £7.3m. The Treasurer explained that these assets were shown at original cost, net of depreciation on the buildings. He reminded the meeting that at the end of 2010, the Association arranged for its professional advisers to prepare an informal indicative valuation of the land and buildings which concluded that the market value was in the region of £8 million.

Other assets in the balance sheet included Investment Portfolio of £4.6m (44%) and other fixed assets of £148k (1.4%) consisting of mainly vehicles and other equipment. Net current liabilities were £475k (-4.5%), the significant portion of which included loans and overdrafts. Debtors remained under tight control. Lastly the longer term portion of the bank loan raised to fund the building of the Events Centre was £1.22m (-11.6%).

Looking at the Suffolk Show income in more detail, attendance was down by 923 to 89,000 but gate takings reached £525k, up 3% from £511k last year. Catering commissions fell by 6% to £59k reflecting lower ice cream and other commissions despite the favourable weather conditions. Income from both tradestands and Sponsorship grew by 5% (£416k and £121k respectively). Income from livestock, despite record entries in light and heavy horses, remained flat at £60k. Total Show Income was up by 3.0% at £1.263m

Under Direct Costs, contractors and equipment hire rose by only 2.8% to £491k. Prize money increased this year by 12% to £10,500 of which £5,500 was paid for the Prize Car, which had been won this year in the Show Jumping. Officials' costs, including judges, rose by 8.3% to £88k mainly as a result of increased accommodation costs. All other costs were strictly controlled with only small increases year on year. Total costs were up only 3.1% to £795k from £761k. Therefore, the Show Contribution was slightly ahead of 2010 at £468k before allocated costs.

The Association's General Expenditure was mostly unchanged at £1.32m (down £1.7k). There were a number of offsetting changes year on year including Staff costs (42% of total) increased by 5% mainly due to changes to staff headcount. Maintenance costs (13% of total) increased by 27% (£48k) to mainly make up for savings made in prior years and utility costs fell by £27k despite intensive irrigation to offset the effect of the drought before the Show and this was mainly due to the unusually large water costs incurred in 2010 in respect of the previous years. Depreciation costs fell by £19k (8%) to £208k

Turning to Trinity Park Events Limited and the trading Income, total turnover rose by 6% to £1.06m with income from recurring business unchanged despite the economic conditions and the increase mainly due to the income from the triennial Suffolk Show Ball. Cost of Sales rose by only 1.8% over 2010 levels as a result of tight cost control and improved management of casual staff and therefore Gross Profits rose by 10% to £563k, mainly due to a change in the mix of business.

TPEL's recurring administration costs fell by 4.0% from £554k to £532k as a result of change of mix of business in some areas and strict cost control. Despite the difficult economic conditions, there had been only one bad debt in the year of £750. Therefore, the loss of £42k in 2010 became a profit of £2k this year.

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 Sir Michael Bunbury. The President asked if the meeting was in agreement that the Annual Report and statement of accounts were adopted. This was agreed unanimously.

4. **The Chairman, Stephen Fletcher to propose a vote of thanks to the Honorary Director, David Nunn and Deputy Director, Sam Fairs.**

The Chairman commented that the only word that could describe the 2011 show was 'excellent'. It was only when you witnessed the time, energy and devotion to duty displayed by those at the sharp end that it could be appreciated just how lucky the SAA was to have volunteers of such high calibre as David Nunn, the Show Director and Sam Fairs, his deputy in 2011. The Chairman paid tribute to both, and their wives, Karen and Claire, for being such a fantastic team, leading the Senior Stewards, stewards and so many others, supported most ably by the SAA staff.

The Show Director thanked the Chairman for his kind words highlighting the importance of all the volunteers who assisted with the Show. The President presented the R H Sherwood Memorial Tankard to the 2011 Deputy Director, Sam Fairs.

The Chairman then paid tribute to Sir Michael Bunbury, who was standing down as Vice Chairman following the AGM. He commented how lucky the SAA had been to benefit from Sir Michael's expertise and continued that, as Vice Chairman, Sir Michael had been supportive, challenging, tolerant and above all committed. Sir Michael's wise counsel on a number of difficult subjects could always be relied upon. He fully understood that Sir Michael's other commitments did not allow him to go forward as potential Chairman but, fortunately for the SAA, Sir Michael was prepared to continue to help in the future. Sir Michael had also held the post of President, was Chairman of the Nominations Committee and was a member of the Executive Board, Show Committee, TPEL Board, Investment Committee and Personnel Committee. He thanked both Sir Michael and his wife Caroline for all he done for the SAA and as a small token of appreciation he asked the President to present Sir Michael with a special Tankard, acknowledging his time as Vice Chairman.

Sir Michael thanked all for the tankard, commenting that it had been a huge privilege to serve the SAA as Vice Chairman and serve as President for two years (because of the cancellation of the Show due to Foot and Mouth Disease in 2001). He commented that out of this disaster had emerged the School Farm and Country Fair which he believed was a 'beacon' of what the SAA contributed. He enjoyed his time serving on a number of boards and believed the key to the SAA was its roots in Suffolk agriculture. He was both embarrassed and sad that he could not go forward to stand as Chairman. He was grateful to the Chairman for agreeing to stay in office for a further year and to Robert Rous for

agreeing to take his place as Vice Chairman. He hoped he would be elected onto Council today, and would continue to serve on the Executive Board for a further year.

5. To receive a report on the 2012 Show arrangements

The Show Director began his report commenting that he believed the 2011 Suffolk Show was one of the best Shows in the SAA's history and the good weather had certainly helped. He now needed to build on this success and reminded all that the Show would take place a week later this year, during Jubilee week on Thursday 7 and Friday 8 June.

He reported that e-ticketing would be introduced for the first time which should offer a better and more convenient service to our customers. Negotiations had taken place with contractors and most price increases kept to a minimum. Maintenance across the grounds had been going very well and was on schedule. The new Farriery Building extension was nearing completion and he was pleased to report that, thanks to the support of sponsors including AJN Steelstock, the building costs were substantially less than originally anticipated at £7k.

Displays for the Show were being finalised and the military would again provide a spectacular display in the Grand Ring. This year both the 23 Engineers Regiment, based at Rock Barracks and RAF Honnington were also going to take part. A new military zone was being incorporated into the Show. The Show Director hoped to bring more Street Theatre to the Show, following the success last year of Titan the Robot and also returning was the Shetland Pony Grand National.

Tradestands were selling with 60% booked to date and 90% of agricultural stands booked. The Sports Village was being enhanced and had once again been awarded the Olympic Inspire Mark. Sponsorship was on target and livestock and equine schedules were about to be sent out. The Cattle would once again be shown in the Bucklesham Ring. There would be no charge to enter the Flower Show this year, following requests from exhibitors within the marquee. The Farminanglia theme would be based around irrigation.

6. To propose a vote of thanks to the retiring President

George Paul proposed a vote of thanks to the retiring President, Derek Scott. He commented that Derek and his wife Margo had been involved with the Show for over 50 years. They knew many people involved with the Show well. He commented that although the SAA had many assets, its greatest assets were its people; Derek and Margo knew so many of them and during the Show they met and greeted many of them. They had represented the SAA at many events throughout the year. He commented that Derek had been a very popular President and thanked both him and Margo for their contribution over the year.

Derek Scott thanked George Paul for his comments. He commented that he and Margo had had a wonderful year and it was a wonderful Show. His other highlights of the year included the School Farm and Country Fair, the Hollow Trees Student Day and the BALE Award. He thanked all the staff and stewards that had helped make the year so special for him.

7. To elect the President for 2012.

The President proposed Lord Deben as President of the SAA for 2012. He commented that Lord Deben had had a good 'apprenticeship' year. He wore 'many hats' and would be a great asset to the SAA. He felt he would also bring people to the Show who may not have experienced the Show before and he wished both Lord and Lady Deben great luck for the year ahead. George Paul seconded the proposal and the meeting agreed Lord Deben's election unanimously.

Lord Deben commented that it would be difficult to follow the retiring President, as Derek was hard working, kind, charming and had enthused the SAA with an attitude that made it a joy to work beside him. Lord Deben was very proud to have been asked to be President. He had been a VP for nearly 40 years and the Suffolk Show was always the highlight of his children's year with two becoming stewards as soon as they were old enough to do so. He thanked all for the opportunity to accept the role. He had enjoyed his year as President Elect and it had been a good apprenticeship for the year ahead and he hoped to live up to the responsibility bestowed upon him.

8. To appoint President-Elect

The President proposed Stephen Cobbald as President Elect for 2012. He had known Stephen for many years and he was a substantial farmer in the Sudbury area and a great sheep enthusiast. Stephen began his time with the SAA as a Sheep Shearing Steward and undertook many other roles including Senior Steward of Catering and Deputy Director for two years under John Kerr. He had served six years as the SAA's representative on the Otley Governors Board and was involved in the School Farm and Country Fair Committee. He was also Chairman of the Felix Thornley Cobbald Trust. He remained a keen enthusiast of sheep showing, having first entered the Show 50 years ago. Stephen introduced the Interbreed Classes to the Show and had been National Chairman of the Suffolk Sheep Society. Lord Deben seconded the appointment and the meeting agreed unanimously.

Stephen thanked those present for their support and the President for his kind words. He recalled his time when he was first asked by Rowley Miles and then Phillip Woodward to become involved with 'the best farmers club in the region'. Since then he had had many good years being involved with the Show, both in voluntary roles and as an exhibitor. He was looking forward to his year in office and congratulated Lord Deben, wishing him a good year ahead.

9. To elect members of council in accordance with articles 4.2 (d) and (e).

The Executive Director read out the names of those standing for election as follows: Mr James Batchelor-Wylam, Mr James Blyth, Sir Michael Bunbury, Mr Christopher Clarke, Mrs Nicola Currie, Mr Nigel Holland, Mr Alastair Kerr, Mr Geoffrey Mayhew and Mrs Ann Woodward.

As there were nine nominations for eight places there would be a balloted election. Only fully paid up members of the SAA at the time of the meeting were eligible to vote and

voting papers were to be collected at the meeting. The Executive Director confirmed that results would be posted on the website on 10 February. Those elected would be written to individually.

The President thanked Jemma Stennett, who was standing down from Council this year due to a move abroad.

10. To appoint Auditors for 2012.

The Treasurer proposed that Baker Tilly be elected the SAA's auditors for 2012, He thanked Clare Sutherland and her team for the work they had undertaken on the 2011 audit. This was seconded by Robert Rous and agreed unanimously by those present at the meeting.

11. Any Other Business

David Barker presented the SAA and the President with a print from the East Anglian Air Ambulance. This was the President's nominated charity and £30k had been raised at the Show Ball to be shared by the charity and the RNLI. In addition, a further £5k had been raised by the Landrover Owners Club on the four wheel drive course at the Show.

Tory Lugsden, on behalf of the Suffolk Young Farmers, thanked the SAA for its continued financial support which allowed them to continue their educational work across the County.

There being no further business the President declared the meeting closed at 12.45 pm.