

## HOTV Management Committee meeting (Zoom) minutes

20 July 2020, 7:30pm

Present: Graham Gleed (Chair), Mike Blair (Vice-Chair), David Crabbe (Treasurer), Nick Sloan (Secretary), John Davison, Chris Reah (subsequently to be co-opted).

- 2.1 The minutes of the last meeting were unanimously agreed to be accurate.

### **Co-option of new member**

- 3.1 GG: since Dave Evans and Heather have both resigned from the MC, we have a vacancy for a new member, and in view of his previous work on the interim MC it would be entirely appropriate to co-opt Chris Reah. We are grateful to him for agreeing to this. [GG proposes CR for co-option, seconded by JD, all agree.](#)
- 3.2 NS points out that a committee of five elected members can only co-opt one extra member, since the Rules state that not more than one quarter of the committee can consist of co-opted members.

### **Annual accounts**

- 4.1 GG: we have to submit our annual accounts [to 31 Jan 2020] to the FCA by 30 August. The accounts have been prepared by AC Mole and circulated to MC members. There is nothing of significance in them since trading had not started by year end. We need to approve them however before AC Mole submit them to the FCA on our behalf. [GG proposes we approve the accounts, seconded by MB, all agree.](#)

### **Purchase of the Royal Oak**

- 5.1 GG: Mike Hughes (of MJD Hughes) will be doing a new evaluation of the Royal Oak on Tuesday at the request of Triodos Bank. Triodos has however withdrawn their request that we employ an independent solicitor on their behalf. They have asked GG to confirm that he will not hold them accountable if their requirements should delay the purchase.
- 5.2 Triodos are requiring the formalisation of a Deed of Priority, Co-Op Community Finance (on behalf of Plunkett) are asking for Heads of Terms to be drawn up, and there are some questions on Apportionment to be agreed. Despite these hurdles we are still aiming for a completion date of July 31st.

### **Insurance**

- 6.1 Following a suggestion from Heather that we needed to investigate the liabilities of the MC in the event of any serious losses in our handling of HOTV funds, and that we look into insuring against the consequences, GG has obtained a quote for nearly £1,500 for Management Liability insurance from a company that was one of the example companies suggested by Heather, and circulated the details to the MC.
- 6.2 There has been a lot of discussion about this. Dave Hollins (who has been advising us on CBS matters) suggests that the main risks are fraud and negligence which would not be covered. He suggested asking the Brokers exactly what realistic risks would be covered. JD, NS, CR and MB were all sceptical as to whether the insurance proposed would provide much additional cover in practice. NS suggested that provided we act in good faith, our personal liabilities are limited. DC points out that there are some things, such as accidents in the building, which we have to insure against. MB says

that this will be part of the business insurance which we already have, though this will need updating when we move into the Oak.

GG proposes that we defer a decision until we have received further information from the insurers. All agreed. GG to clarify what is and is not covered.

- 6.3 GG: the building and contents insurance for the Oak runs out at the end of July, and we need to make sure that there is further insurance in place. JD and DC point out that the lenders will insist on full insurance cover of the property before completion. GG to obtain quotes and report back.

### Work groups

- 7.1 GG commends Heather for her work with the shop group thus far. He feels that we need to eliminate the confusion that has arisen as to the nature of the group, and asks for comments. MB [who has taken over from Heather] suggests that we do not need a formal sub-committee but a loose gathering of people connected to the shop who can meet as necessary to discuss issues as they arise. JD and DC endorse a document NS recently circulated, setting out a proposed policy on HOTV groups. GG asks if we should formally adopt this policy. NS suggests that this is not necessary, but that we should formally minute for procedural reasons that the shop group is not (and never was) a formal sub-committee. All agreed. JD: responsibilities should be focussed around individuals (e.g. Shop Liaison and Pub Liaison) with help from others on an ad hoc basis, rather than on structured sub-committees. DC agrees, but adds that all meetings and actions should be scrupulously recorded. NS agrees.
- 7.2 GG confirms that MB has agreed to take over from Heather as Shop Liaison, and is thanked by all. MB has circulated a 14pp document produced by Carolyn and Jo, outlining their vision for the shop in future. This was unanimously agreed to be an outstanding piece of work, and a very heartening indication of things to come.
- 7.3 Work is in progress for planning the layout of the new shop. There is complete sympathy with Jo and Carolyn's ambitions for the quality feel of the place, but it is recommended that initially we use the shelving from the old shop until it is clear that we have a general arrangement which is going to work well in the long term.
- 7.4 GG raised the issue of whether we are right to have decided to put the pub on the left and the shop on the right. A long conversation ensued in which many of the complex considerations were aired. The conclusion was that neither alternative is perfect, but that the weight of advantage favours having the shop on the right, and we will proceed on that basis. NS to draw up detailed alternative configurations to help put this decision to bed.
- 7.5 GG asks if there has been any progress on the search for somebody to take on our social media publicity. JD knows of a young volunteer who is keen to be involved but has not yet been in touch. GG suggests an alternative possibility if necessary. JD to follow up with initial volunteer.
- 7.6 JD reports on a meeting with contractors at the Royal Oak on the 15th to show them the site and discuss the work required. This is now provisionally scheduled to begin on 17 August. CR has had a meeting with Liz Bennett to discuss H&S while the works are in progress, and will complete the paperwork required. DC asked whether we need further insurance cover. JD replied that the contractors will be required to have

their own PLI. CR says that our existing business insurance should cover anything outside that, but will check.

- 7.7 MB asks if we might need a Volunteer Group. GG confirms that Marilyn Clarke has agreed to continue being the volunteer co-ordinator, which is much appreciated. NS says that it is up to Marilyn whether she feels she needs to be part of a group, or if she is happy to continue as volunteer co-ordinator on a personal basis.

**MB to ask Marilyn if she is happy to continue on the same basis as before.**

- 7.8 GG reported that while Sally Taylor is doing an invaluable job helping us with the books, she will be invoicing us for it, and we need to find ways of minimising the expense by cutting down the amount she needs to do. It was agreed that ideally this would be a volunteer role.

## **HR**

- 8.1 GG asks if we need an officer with specific responsibility for HR. NS considers that this falls squarely within the Shop/Pub Liaison roles, and that having a separate HR role would merely set up a confusing overlap of responsibilities. GG points out that any employee would be free to come and address the MC at any meeting.

**MB to ask Jo and Carolyn whether they feel that they need to be represented in some way other than via him as Shop Liaison.**

## **SITR**

- 9.1 There is an HMRC online form to be completed by HOTV in order to establish the eligibility of the Members to receive tax relief on share purchases. A requirement is that individual HOTV Members must actively request (to HOTV) that they be included in the scheme. We will be circulating the membership with explanatory emails (or letters), and asking them to reply by a certain date so that we can process this further. **GG to receive confirmation of process from AC Mole, then to draw up a text, NS to circulate to Members.**

## **Landlord search**

- 10.1 GG had circulated a draft document providing background on HOTV and the pub for prospective applicants, and outlining qualifications required. He asked if we were happy for that to be used as a basis for looking for a landlord (which CR assures us is a gender-neutral term). There was general agreement, followed by a discussion as to where best to advertise.

- 10.2 CR questioned whether it would be financially viable to employ a pub manager while Covid restrictions are still in place. It would be a challenge to balance the cost of the salary with income limited by the need for social distancing. GG agrees, but says that recruiting a suitable landlord is likely to be a lengthy process. JD accepts that the pub may not make money initially, and that like any new business it will have to build trade in order to become profitable. It was agreed that we need to assess the prospects realistically. NS felt that there might be scope for negotiating a scaleable salary with a suitable manager in the early stages. A financial forecast taking Covid restrictions into account has been prepared. **Chris to consider this and decide whether he'd like to agenda a continuation of this discussion for the next meeting.**

Meeting closes 9:10 pm (1h, 40m)

**The next meeting will be a the regular open HOTV meeting on 3 August.**