TEXEL SHEEP SOCIETY

Minutes from the Annual General Meeting, 12th November 2022 held at the Argyll Suite, Drimsynie Estate Hotel, Lochgoilhead, Cairndow PA24 8AD	
The chairman (Roy Campbell – Cowal/Royel) welcomed all to the AGM and declared the meeting open at 16.30, he commented that it was good to see so many faces, Covid restrictions had severely restricted attendance at the two previous AGMs. **In attendance** Roy Campbell – Cowal/Royel Jeff Aiken – Procters/Tatham Hall Jennifer Aiken – Coniston Peter Mitchell – Avon Vale Sam Beachell – Samsar Bridget & Jon Booker – Towy Texels Alastair Gault – Forkins Angus Howie – Millhouse Dafydd Jones – Kitrob Robert & Joyce Laird – Cambwell Steve Martin – Broomhall Steve & Helen Smith – Penparc Keith Campbell – Cowal/Overburns Harry Wilkinson – Arkle Graham Taylor – Parkholme Alan Mounsey – Wardhall Roz Teward – New View Jimmy Warnock – Watchknowe Gordon Grey – Ettrick Keith Jamieson – Annan John Yates – Company Secretary/Chief Executive Office Gil Burton – Minute taker Ailish Ross – Society staff Isla Campbell (Photographer) Harry & Irene Woodmass (non members) Robert & Margaret Fleming (non member)	
1.	**To Receive apologies for absence** The chairman advised apologies had been received from the following members. John Elliot – Roxburgh - Mershott Graeme Knox - Haddo Nigel & Shirley Hamill - Ballynadrenta Geoffrey Fleck - Ballymarlow Jenna Ballantyne - Roadend Steve Richardson - Stonebridge The chairman asked for any other apologies. None forthcoming.

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2.	**RESOLUTION: Approval of the minutes and matters arising from the AGM which took place on 12th November 2021 at Woodland Grange, Leamington Spa.** The chairman advised the minutes had been available on the website and were within the AGM booklet as circulated, he asked for any comments or questions. None forthcoming. The chairman asked for a proposer and seconder for approval of the published minutes. Proposed by Bridget Booker – Towy Texels Seconded by Peter Mitchell – Avon Vale The chairman advised all matters had been completed and asked for any questions. None forthcoming.
3.	**To receive the Chairpersons report** The chairman referred to the report which had been available on the website and was printed within the AGM booklet. He highlighted sections of his report including the topics below. The chairman said a highlight of 2022 was attendance at Scotsheep and the Society success at NSA Sheep event at Malvern, with the Society taking 1st place in in the breed Society stand class and the best pen of sheep at the event. The whole stand was second to none, he wanted to thank all involved in supplying the sheep and the office staff. The YDP Five Nations event had been a great success. With attendees from across the UK and Ireland. Many made new friends over the weekend and will remain friends forever. The next Five Nations event is in 2023 and will take place in Northern Ireland. The chairman thanked the Society staff, contractors and regional clubs that help the Society operate throughout the year. He also thanked the board of directors for their support, effort and time, advising that some meetings are time consuming, and additional meetings had been added to the schedule this past year. He has been proud to have supported the creation of iTexel and the inaugural national show held in Carlisle in 2021 during his tenure and thanked all those involved in making the initiatives a success. The chairman thanked his vice chairman, Jeff Aiken (Procters Farm) for giving him the option to continue as chairman for another year, due to the impact of COVID on Society events, it has been great having the opportunity to attend the shows, sales and events and being able to meet with Society members. He asked for any questions or comments on his full report. None forthcoming.
I	**To receive the Chief Executives report** The CEO said as they had just heard, Roy had enjoyed his time as chairman over the last three years, despite during which we all had to meet the challenges of a pandemic. The CEO thanked the chairman for his support during his three-year term. The CEO referred those present to the presentation shown on screen and gave a detailed explanation on the following topics. **Board of directors continued focus:** maintaining & developing core services retention of high-quality staff use of affordable technology world class communications and promotions. **iTexel continues to provide member satisfaction and is core to Society service delivery for:** registry sales cataloguing texelplus genetic improvement services

Critical investments in the year under review are detailed in the report on page 12 and 15, largely focused on:
iTexel development
genetic consultancy activity, part funded through grant funding from CIEL
overhaul of texelplus member fees
roll out of iTexel sales cataloguing service to support and simplify clubs' administration.

Society continues to lead industry in many ways:
NSA Sheep event 2022 successes "Best stand and best stock on stand, seldom achieved by one Society.
YDP programme. The CEO expanded further on the £250 education awards that go to four students at four UK universities in England, Wales, Scotland and Northern Ireland, and the introduction of the Spotlight award which will be presented to a young breeder nominated by their regional club for being a 'local hero', going above and beyond to support young breeders in their region, this award aims to encourage young breeders, involve clubs and to integrate and participate in youth initiatives as part of the Texel breed promotions.

Commercial producer and Texel sales promotions delivered through digital and hard copy media.
Society members bulletin, full of results, facts, figures statistics, articles, news and reminders. Hard copies mailed to all fully paid-up members twice a year and available on the Society website., developed to improve communication to members.
A separate publication now in its 12th year has proven successful in the promotion of the breed an Society sales, the Society "Primestock magazine circulated to ~60,000 UK sheep producers annually and aimed at Society members' customers, commercial producers using Texel stock.
World class communications
Research & Development:
The Society's recent studies on the Texel breed have provided new genomic and genetic information, leading the way for new tools and services becoming available to members.
The Society has collaborated with UK and international research organizations, including CIEL, SRUC, Smarter, GrassToGas and AbacusBio, and continues to develop new collaborative initiatives to support the breeds promotion and development.

The CEO informed those present that they were invited to attend a seminar at the Roslin research institute at the University of Edinburgh which has been organised by SRUC in collaboration with the Texel Society and AbacusBio to showcase the Society's latest research in the sheep sector. This is taking place on 7th December, and will include topics on lamb survival, genomic evaluations, international evaluations for sheep, greenhouse gas emissions, setting of breeding goals and index development and the economic and environmental impact of genetic improvement of the Texel breed on UK Industry. He hoped it would be well attended, particularly by those within a reasonable travel distance of Edinburgh.

Impact:
The CEO advised that a recent survey, trial results and sales performance have demonstrated the Texel breed's continued dominance as the leading force in the UK sheep sector with results showing:
In the commercial market Texel account for 41% of sale value at Kelso and 37% at NSA Builth Wells
Texel national sales grossed more than £2M for the 3rd year in a row.
14 of the top 20 rams in AHDB Ram Compare for overall carcass merit indexes over the last six years are Texel.

AbacusBio predict Texel will provide UK industry over £230M in benefits over the next ten years following the current usage and genetic trend.
More than 27% of all rams used in GB are Texel
15% of crossbred ewes in GB are Texel sired.
12% of all ewes in GB are Texel sired
2.6% of the national flock are purebred Texel

The CEO commended the Society staff, thanked the Society board for supporting him, and the members for choosing Texel, which has collectively provided the success that the Society and breed has today.

The CEO asked for any comments or questions.

Jimmy Warnock (Watchknowe) said, with the figures of rams and % of lambs, there is a difference in the price value of Texel crossed ewes, there can be significant differences for a cull ewe. The CEO advised that was referred to in his report, he expected the demand for Texel females was also due to the low depreciation values achieved as a result of high cull value.

The CEO asked for any further comments or questions. None forthcoming.

5. **RESOLUTION:** To receive, consider and adopt the income and expenditure account for the year ended 31st March 2022 and the balance sheet as at that date and to receive, consider and adopt the reports of the Board of Directors and the Auditors for the year ended 31st March 2022.

Please note: The Financial Statements have been prepared in accordance with small companies' regime and Charity SORP 2015 (FRS102).

The CEO advised the accounts were available to view or download on the Society website and also included in the AGM booklet, copies of which were distributed at this meeting, he directed all to the presentation on screen.

INCOME; £798,266

- Decreased by £61,996 (7.2%) from £860,262 to **£798,266**
  - Influenced due to end of large-scale research projects
  - Online registry fees discounting
  - Texelplus income declining as fees reduced
  - Physical inflow of registry services are stable.

- Subscriptions (including joining fees) provided £118,615 a fall of £6,606 (5.2%)
- Gift Aid provided £11,000, an increase of £1,440 (15.%)
- Registration's income provided £442,309 a fall of £32,990 (6.9%)
- Sales Auctions provided £126,409, an increase of £10,124 (8.7%).
- texelplus income provided £27,003, a fall of £9,444 (25.9%)
- Investments performance gained £13,305 (2021 gain £62,979)

Charitable income Note 3

Investments income note 4, 13

Expenditure: Increased by £71,081 (10.5%) from £677,725 to £748,806

Influenced by:
legacy impact of large-scale research projects: phenotyping /genotyping
Increase in events, promotions activity
Staffing restructure provided a fall of £15,693 (6%) in salary costs, similar trend from previous year

Overall financial performance for the period ended March 31st 2022 provided an operating performance of a net contribution of £62,765 (2021 net contribution of £245,516)

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The Board considers these results to be moving to a normal operating performance, highlighting impact of:
Completion of R&D grant awarded projects during 2021-23
Overhaul of the Society administration and registry services, with focus on:
Improvements to Society IT resources
Upskilling staff/team.
Modest impact of COVID19 on expenditure.
Volatility of investment markets impacting on Society share portfolio.

Total funds carried forward total £1,186,947 (2021 £1,124,182)
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In summary the CEO advised:
Financial and operational performance achieved what the Board considers to be a move to a more normal operating performance. Largely due to the recent years' extraordinary influences created by the pandemic, largescale R&D projects and modernising the Society IT resources. The Society remains focused on implementing current strategies across communications, events and breed development.

Investment returns £13,305
Operating contribution £62,765
Total funds £1,186,947

The CEO asked for any questions.

Helen Smith (Penparc) asked if the reduction in the PRT fee had increased participation. The CEO said the Breed Development, then Finance & General committees and ultimately the board had looked at the barriers and agreed they had to make it less costly to members to collect the data, there is a small subsidy in place for CT scanning already. The number of those recording has slightly increased those submitting birth weights, scan weights etc, by removing the barrier we can now engage with members, all would say it is too expense, removal of the cost barrier to £21.50 should continue to support the uptake of flocks participating.

Jimmy Warnock (Watchknowe) asked what state the office building is in, is it strong and sound. The CEO advised it was kept in a good state, it is fairly low maintenance office block, we have just had a new front doors fitted, probably the first time since the building was erected, we carry out repairs and/or decorating when needed. The building is on leasehold which still has over 10 years remaining. The F&G committee will be looking at next steps with that and developing costed options for the board's attention in good time, the lease and the office continues to serve our purpose.

Robert Laird (Cambwell) suggested the Society extend the lease regardless and make it worth a bit more money. The CEO said there are no plans to currently, it's a matter for the F&G committee to consider.

Roz Teward (New View) asked how many staff are employed at the office, the CEO said five, himself, Ailish, Gil, Ed and Katie, the CEO, Ed and Ailish are full-time, Gil and Katie are part time. Ms Teward said depending on staff going forward, do you consider what the staff want, for example working in isolation, do you think of their mental health and include them in decision making. The CEO said we are a small tight team, we work closely together, and we approach staff management on flexible options to ensure a healthy work life balance is achieved, happy healthy staff are usually easily retained and are productive. We make sure we are all supported and part of decision making.

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	The chairman asked for any further comments or questions. None forthcoming. The chairman asked for a proposer and seconder to approve and adopt the income and expenditure accounts for the year ended 31 March 2022 and the balance sheet as at that date and to receive, consider and adopt the reports of the Board of Directors and the Auditors for the year ended 31 March 2022. **Proposed by Jeff Aiken (Procters)** **Seconded by Jimmy Warnock (Watchknowe)**
6.	**RESOLUTION:** To confirm the appointment of Daffern's LLP as the Auditors for the Society and to authorise the Board of Directors to fix their remuneration. The chairman asked for a proposer and seconder to approve the appointment of Dafferns LLP as auditors for the Society and to authorise the board of directors to fix their remuneration. **Proposed by Steve Smith (Penparc)** **Seconded by Peter Mitchell (Avon Vale)**
7.	**Announcement of Board of Directors election results** **The chairman advised the results of the recent regional director/trustee elections.** Area 8 Southern Midlands of England – Peter Mitchell (Avon Vale)– unopposed Area 9 South West of England – Angus Howie (Millhouse)– unopposed Area 12 Northern Ireland – Alastair Gault – (Forkins) unopposed Area 11 South Wales & Borders – No nominations received – post vacant The chairman advised Angus Howie (Millhouse) became a director acquiring the remaining three years through the previous regional director for Southwest of England who had retired early from the role. Angus, therefore, completed the fourth year, he successfully stood again for a full four-year term. South Wales – Bridget Booker (Towy Texels) has completed a two-year term when the previous director stood down halfway through a four-year term. She does not wish to stand for a further four-year post. The chairman stated how disappointing it is that no applications from the South Wales region have been received, it has been promoted twice and will now remain open, if those present at this AGM know of anyone eligible to stand, they should encourage them to come forward. He thanked Bridget for her input to the committees and board. The CEO directed those present to the on-screen summary of memberships facts and figures, which included a breakdown of regional areas, adult/junior membership, and location of members. Gordon Gray (Ettrick) asked if consideration could be given to the fact that Northern Ireland has just one representative on the board, Wales has three and of that one region is not interested in having a representative, could another board member from Northern Ireland be considered. In his opinion, and based on what he knows of the board, we can't afford to have one less director, we could even consider increasing the board. The chairman advised that we went through the full procedure for each of the regional elections, we readvertised the vacant role following no applicants the first time and will do so again, it **will** stay on the agenda, we need people on the board to make it work. The CEO advised that there is a facility in the Society Articles to change the number of directors that the board consists of. Additionally, they can also co-opt members if they require additional expertise for a specific purpose. Although there are no plans to do so currently. The board through the F&G committee review director regions and their boundaries and he expected they will continue to keep a watching brief on the suitability of the number and the regional boundaries to

	ensure the Society maintains good governance. The presentations of Society performance for the year under review provided today should offer the assurance that the Society is well governed, and the board's function is supporting that success. He added that it was unlikely that the Society would need to adopt proportional representation as part of its board structure. Helen Smith (Penparc) said you need diversity on the board, the CEO explained the Society does not recruit board members, directors are elected after them being nominated from their regional area. It is the Society's constitution as a membership organisation and a legally accepted democratic process, the membership decides the candidates and the diversity of the board. Directors are not recruited and employed, they are elected as charity trustees with additional responsibility as a director due to the Ltd status of the Society, in addition to it being a charity. The chairman asked for any further comments or questions. Non forthcoming. He thanked the CEO for taking the questions from the membership, and all for coming, stating it was great to see more faces. The CEO advised the board has been discussing the 50th anniversary in 2024 for a couple of years, 2024 will soon be on us and will be the next AGM to include a social occasion, it is something we can all look forward to. Jimmy Warnock (Watchknowe) asked if it was 50 years in 2023 or 2024, the CEO advised the Society was founded in 1974. While there are various versions of when the breed arrived in UK, our records state it arrived in Scotland in 1972. The Society was registered and founded in 1974. The chairman said it is 20 years from the 30th and 10 from the 40th, 2024 will be the Society's 50th
8.	**Any other business that has been approved by the Chairman for discussion.** The chairman asked for any other business. None forthcoming. The chairman thanked all for attending, he gave those present the times and locations for the evening pre-dinner drinks reception and dinner dance following it. He asked board members to stay on for a brief meeting and declared the AGM over at **17.28.**