

# T Mark Hall Foundation

*Investing in the future of British Go*

## **TMHF Annual General Meeting**

Held on: 29<sup>th</sup> Oct 2021 at 20:00

Location: Online via ZOOM Chair: Alex Rix

Present:	M Amin ( <b>MA</b> )	T Atkins ( <b>TA</b> )	J Chin ( <b>JCh</b> )
	J Clare ( <b>JCl</b> )	M Cockburn ( <b>MC</b> )	H Fearnley ( <b>HF</b> )
	C Maclennan ( <b>CM</b> )	T Manning ( <b>TM</b> )	M Marsh ( <b>MM</b> )
	P Ridley ( <b>PR</b> )	A Rix ( <b>AR</b> )	C Williams ( <b>CW</b> )

### 1. Apologies for Absence

**AR** reported that a number of proxies had been assigned. The proxies notified to the meeting in respect of those not attending in person are:

- C Williams for R Hunter
- A Rix for J Turner
- A Rix for J Diamond
- A Rix for G Gavigan
- A Rix for R Wheeldon
- A Rix for F Roads

### 2. Report from the Chair

Alex was pleased to announce that the London MindSports Centre is now open, though with some snagging refurbishments to be completed. The first tournament will be, appropriately, the T Mark Hall Rapid Play on November 6<sup>th</sup>.

He then reported on what has been a very good year in terms of investment gains for the Foundation, and he thanked the investment committee which consisted of himself, Toby Manning, and Andrew Jones.

Alex thanked Toby Manning for the immense efforts he had put in over recent years on behalf of the Foundation.

Due to the illness of our current accountant, we are unable to present finalised accounts for the 20/21 year, and **MA** has kindly volunteered to take on the preparation of both the accounts and tax return for this year.

One immediate consequence of this is that **MA** has discovered an anomaly with the way the company has been reporting its tax return. We have filed tax returns as a trading company, when in fact we should be classified as an investment company.

**MA** gave some background on this, during which a broad Q&A session was had with the members.

In preparing this year's tax return he reviewed previous tax calculations and identified a likely anomaly. There is no evidence that any prior agreement had been reached with HMRC to categorise the Foundation as a trading company.

The major impact is what expenses the Foundation can offset against profits for Corporation tax purposes. Only expenses directly relating to the making and management of investments can be offset.

All contributions to an legally recognised charity (such as the LGC after it was registered) remain offsetable against tax.

A finger in the air estimate is that perhaps up to £10k in past tax should have been paid but was not. It was stressed this is an early estimate, as the issue was only discovered earlier this week.

The plan now is firstly to hold an EGM in November to approve the 20/21 Accounts so that they can be filed. To be ready for that **MA** will make sure the income statement and balance sheet is correct. He will then compute his estimate of the 20/21 tax liability and following that will review the previous years tax submissions to be able to assess the extent of the problem.

Depending on what is found it is likely that we will then write to HMRC and propose we just pay the back tax owed without refiling those years returns (which may otherwise require acquiring specialist software or employing someone who has it). After the current year return has been prepared as an investment company we need to ascertain whether it can be filed using HMRC's software.

### 3. Annual Report and Company Accounts up to 5/4/20

**AR** proposed the vote to formally accept the Accounts, which have been filed at Companies House, as only a summary of them could be accepted at last year's AGM.

There were no questions, and the vote was passed nem con.

### 4. Company Accounts up to 5/4/21

No questions were asked about the summary of accounts published in the annual report. Given the circumstances no vote was taken to accept the accounts, which is deferred until the proposed EGM.

### 5. Appointment of Auditors

The Directors asked if any member required a formal audit to be carried out. None did, so the current arrangements of not requiring the accounts to be audited will continue.

### 6. AOB

There was a general discussion around how the prior years' tax returns came to be prepared on the basis of TMHF being a trading company.

The meeting closed at around 20:45