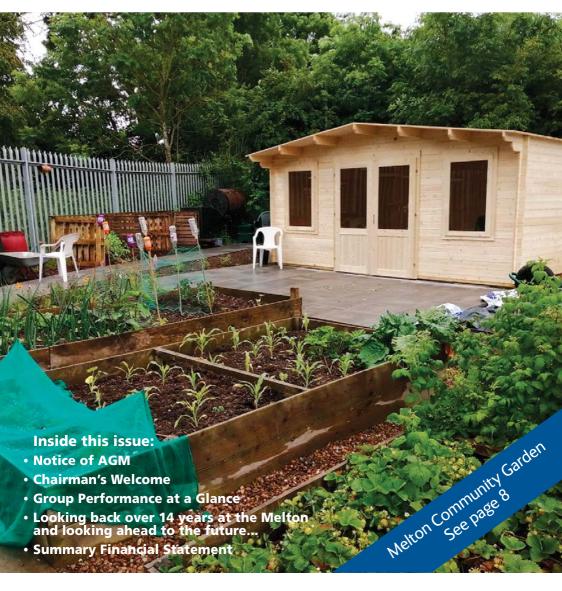
# melton matters

for the members of melton building society - spring 2020





### Welcome



Welcome to the Spring 2020 edition of Melton Matters. Inside you will find details of our Annual General Meeting and information on how you can vote: and I encourage you to attend the AGM if possible to exercise your voting rights.

2019 proved to be a further year of challenge with uncertainty around Brexit depressing the housing market for many months. This situation has been eased by the outcome of the General Election providing an increased level of business and consumer confidence. The level of activity in the housing market has increased markedly since mid-December. This bodes well for a more buoyant market in 2020 even with the transition phase of Brexit posing its own set of challenges. We are also cognisant of the potential disruptions that the Covid 19 situation may cause.

The Society returned a robust profit before tax of £1.2m. This reflected a further level of investment in our new business finance subsidiary, Nexa, which began doing business during the second half of the year. Your Board is very confident that this activity will meet its objectives and contribute substantially to the Society's performance in the coming years. It will provide us with a new source of revenue whilst building on our established strengths in the local housing market.

We have continued to develop new mortgage and savings products in order to meet customer requirements. We believe this gives us the flexibility that serves our growing market, from first time buyers to those who wish to borrow into retirement. We are also proud to be able to maintain our savings rates at the upper end of the market to repay the loyalty shown by our members.

2020 will be a significant year for the Melton. Martin Reason, who has been Chief Executive Officer since 2006, will be retiring in the Summer. Martin is one of the longest serving building society CEOs. He guided the Society through the financial crisis of 2008 and has been instrumental in leading the strategy through his foresight and endeavour for all these years.

Martin's successor will be Simon Taylor, who brings with him an outstanding level of knowledge and expertise from over 20 years of experience in the financial services sector. Simon will join the Society on June 1.

You can read more from Martin and Simon elsewhere in this Melton Matters.

Alan Craft Chairman

### Notice of Annual General Meeting

Notice is hereby given that the 144th Annual General Meeting of the Melton Mowbray Building Society will be held on 22nd April 2020 at Pera Business Park, Nottingham Road, Melton Mowbray, Leicestershire, LE13 0PB at 11.00am for the following purposes:

- To receive the Directors' Report, Annual Accounts and Annual Business Statement for the year ended 31 December 2019.
- 2) To receive the Auditors' Report for the year ended 31 December 2019.
- 3) To receive and accept the Directors' Remuneration Report as set out in the Annual Accounts.
- 4) To appoint BDO LLP as Auditor.
- 5) Board Candidates:
  - i) To re-elect Mr Alan Leslie Craft
  - ii) To re-elect Mr Andrew John Capps
  - iii) To re-elect Mrs Fiona Ann Pollard

By order of the Board of Directors

K Mabbott Society Secretary 13 March 2020

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### **Notes**

- 1) These Notes form part of the Notice of Meeting.
- 2) Under the Society's Rules, a member entitled to attend the Meeting and vote may appoint one proxy to attend and vote on his or her behalf. You may appoint the Chairman of the Meeting or anyone else as your proxy, and your proxy does not have to be a member of the Society. Your proxy may vote for you at the Meeting, but only on a poll. A poll is a formal vote which may take place after an initial vote by show of hands. Your proxy may not speak at the Meeting, except to demand or join in demanding a poll.
- 3) You may instruct your proxy how to vote at the Meeting. Please read these instructions and any on the proxy form itself. If voting by proxy, the voting date is 16 April 2020.
- 4) The voting date is the date of the Meeting 22 April 2020.
- 5) In order to attend and vote at the Meeting, or appoint a proxy, you must qualify as either a shareholding member or a borrowing member.

### **Shareholding Members**

- a) To qualify as a shareholding member, you must:
  - i) if you are an individual, be at least 18 years old on 22 April 2020, and
  - ii) have held shares to the value of not less than £100 on 31 December 2019, and
  - iii) not ceased to hold a share or shares at any time between 31 December 2019 and the voting date, and
  - iv) hold a share or shares on the voting date.
- b) Where the shares are held jointly by two or more persons, only the first named in the records of the Society in respect of those shares can have any voting rights.

### **Borrowing Members**

- a) To qualify as a borrowing member, you must:
  - i) be at least 18 years old on 22 April 2020, and
  - ii) have owed not less than £100 in respect of a mortgage debt on the voting date.
- b) Where a mortgage debt is owed jointly by two or more persons, only the first named in the records of the Society in respect of that mortgage can have any voting rights.
- 6) In addition, you can vote only once as a member, irrespective of:
  - a) the number of accounts you hold and whether you hold accounts in different capacities (for example, on your own behalf and as a trustee), and
  - b) whether you qualify to vote as both a shareholding member and a borrowing member.
- 7) Members attending the Meeting will be requested to produce their passbooks or other evidence of membership in order to obtain admission. If you are appointing a proxy other than the Chairman of the Meeting to attend the Meeting and vote on your behalf, please ensure that your proxy brings an appropriate form of identification to the Meeting.

If you appoint a proxy to vote on your behalf and your proxy does not attend, your vote will not be counted.

### Information on Candidates for Election as a Director



Mr Alan Leslie Craft MA (D.O.B. 25 September 1947)

I am a career banker with experience in various parts of the world. My specialisation has been risk management in both credit and operational risk. I joined the board of the Melton in June 2013 and I became Chairman in December 2013. I am also now a partner in a consultancy that reviews the effectiveness of employee engagement and an advisor to a firm that assesses very long term economic trends and their impact on businesses and governments. I am married with two sons and five grandchildren.



Mr Andrew John Capps MBA, DipM, AMCT (D.O.B. 01 October 1956)

I was appointed to the Board of Directors on 18 February 2013. I have worked in Financial Services for 44 years and have in-depth experience in financial markets and risk management. I was Head of Risk at a large building society where I sat on various management committees, including each of the Risk, Credit and Asset and Liability Committees. I was also a director of one of its major subsidiaries.

Up to 2012 I was a senior manager within KPMG's financial sector risk and regulatory practice, specialising in financial risk management. I am now director of an independent advisory company which provides risk management advice to regulated Financial Services firms.

I am a member of the Risk Committee and Audit & Compliance Committee.



Fiona Ann Pollard MA (D.O.B. 06 July 1965)

I was appointed to the Board of Directors on 9th October 2014. I had a ten year career in investment banking with various institutions including NatWest Markets & Goldman Sachs. I left the City in 1997 to start my own events business in Kent - the Hop Farm Country Park.

I am also a Non Executive Director on other boards including VisitEngland, the Roman Baths Foundation and Monument Corporation. I live in Bath and run my own events management business.

I am a member of the Risk Committee and also chair the Remunerations & Nominations Committee. I also chair the Remunerations & Nominations Committee at another financial institution.

## **Group Performance at a Glance 2019**

# Maintaining Financial Strength







## Things that matter to you

Our average savings rate was above Bank of **England Base Rate** 



Low level of complaints





2018 complaints as a % of customer as a % of customer accounts: 0.17

2019 complaints accounts: 0.37

### **Recipient of 5 industry awards**











\*Bank of England Base Rate reduced to 0.25% on 11 March 2020

# Giving to the Community

Over £64,000 donated to local worthy causes in 2019







**Financial** education

For further information about how we support the community and how to apply, please visit www.themelton.co.uk/community-support

# Looking back over 14 years at the Melton and looking ahead to the future...



Having spent an enjoyable and memorable 14 years at the Melton I will retire in the Summer. It has been a great privilege and, in many ways a humbling experience, to have served as the Society's Chief Executive and to have played my small part in nurturing and supporting the development of this cherished institution. I continue to believe that the Building Society sector (with its advantageous mutual membership model) has an important role to play in financial services but, equally important, in building community and sponsoring career opportunity within organisations that are not just all about profit.

The Society has transformed itself in recent years with a programme of investment in our people, branches and core systems to support improved customer service and operating efficiency. For example, to make it easier for customers to do business with us we introduced an online savings service, whilst for our broker network we launched an online mortgage processing system. We continue to grow our online presence by developing our websites and being more active on social media which allows us to reach out to a broad spectrum of customers. Please take a look at our page on Facebook and follow us!

We need to innovate to be constantly alive to changing customer needs and it is vital that we evolve to remain modern and relevant, particularly in the face of increased competition. However, social responsibility and care for our community is vital too from increasing financial understanding amongst young people and creating mortgage and savings products that respect the environment, to supporting our own Charitable Foundation and local charities. It has been rewarding to see the difference we have made over the years by investing not only money, but also our time and expertise to support enduring projects such as the Melton Community Garden and the installation of defibrillators across our region.

Looking forward to the future, we have a major initiative planned for later this year to revitalise our high street branches and focus on the needs of our members. Our

new subsidiary business which we launched in 2019, Nexa, has got off to a great start and I am confident it will contribute substantially to the Society's performance in the coming years.

After 14 years with the Society, what I will really miss is the people. The commitment and skills of our staff are the key to our success and it has been rewarding to see people grow and develop at the Society. We have an excellent leadership team for the business going forward and I believe the Society is in great shape for the future.

I will be succeeded by Simon Taylor whose biography can be found on page 14. I wish Simon and the Society every success in the future.

Martin Reason Chief Executive

### Customer feedback:

**Mr H, Melton:** "The best possible people to deal with - fantastic - please do not change the way you deal with people"

**Mr W and Ms C, Nottingham:** "We would also like to thank you for your assistance in dealing with our application at the end of 2019 to extend borrowing for the purchase of the field, you were very thorough, professional and made what was to us a complicated process as easy as it could be!"

**Mr and Mrs F, Wigton:** "Thank you so much for being so helpful with this. I can honestly say this has been the most stressful experience but the 'go to' attitude of you and your team restores our faith that at least some people within the chain can really make an effort. The assistance provided from you and the team at this late stage has been very much appreciated. Now we just have to build our house....."

**Mr L, Melton:** "I appreciate the extra mile the staff in Melton Branch go to and they give a great customer service. It's so refreshing to be able to speak to someone rather than the automated calls in other banking institutions."

### Summary Financial Statement 2019

This financial statement is a summary of information in the audited annual accounts, the Directors' report and annual business statement, all of which will be available to members and depositors free of charge on demand at every office of Melton Mowbray Building Society from 31 March 2020 and at www.themelton.co.uk.

Approved by the Board of Directors on 11 March 2020 and signed on its behalf by:

A L Craft M J Reason
Chairman Chief Executive

J P Mulvey
Deputy Chief Executive
& Finance Director

### Summary Directors' Report

The information contained in the Chairman's welcome and the Chief Executive's review on pages 2 and 8 to 9 addresses the requirements of the Summary Directors' Report. Further information is contained in the full annual accounts.

	Group 2019 £'000	Group 2018 £'000
Results for the year		
Net interest receivable	7,002	6,933
Other income and charges	603	621
Administrative expenses	(6,674)	(6,107)
Loss on revaluation of investment property	(50)	(100)
Impairment losses	308	58
Provisions	-	14
Profit for the year before taxation	1,189	1,419
Taxation	(250)	(312)
Profit for the year	939	1,107
Financial position at end of year		
Assets		
Liquid assets	86,810	91,577
Mortgages	377,366	362,066
Derivative financial instruments	27	133
Fixed and other assets	7,078	6,875
Retirement benefit asset	8,651	8,647
Total Assets	479,932	469,298
Liabilities		
Shares	379,848	366,719
Borrowings	56,724	60,635
Derivative financial instruments	42	14
Other liabilities	2,826	2,635
Reserves	40,492	39,295
Total Liabilities	479,932	469,298

	Group 2019	Group 2018
Summary of key financial ratios	,	
As a percentage of shares and borrowings:		
Gross capital	9.28%	9.20%
Liquid assets	19.88%	21.43%
As a percentage of mean total assets:		
Profit for the year	0.20%	0.24%
Management expenses	1.41%	1.33%

### **Notes to the Summary Financial Statement**

The Summary Financial Statement is prepared on a Group basis.

The gross capital ratio measures the Group's capital as a proportion of its shares and borrowings. Gross capital comprises the general reserves and the revaluation reserve. Capital provides a financial buffer against any losses which might arise from the Group's activities and therefore protects investors.

The liquid assets ratio is a measure of the proportion of the Group's shares and borrowings that are in the form of cash or readily realisable into cash. Liquid assets enable the Group to meet requests by investors for withdrawals from their accounts, to make new mortgage loans to borrowers and to fund its general business activities.

The ratio of profit for the year as a percentage of mean total assets measures the proportion that the profit after taxation for the year represents in relation to the average of total assets for the year. The ratio is similar to a company's return on assets. The Group needs to generate a reasonable level of profit each year in order to fund the continued development of its business and maintain its capital ratios at a suitable level to protect investors.

The ratio of management expenses as a percentage of mean total assets measures the proportion which administrative expenses as reported in this document (which includes depreciation and amortisation) represents in relation to the average of total assets for the year and is widely used to measure administrative efficiency.

### Independent auditor's statement to the members and depositors of Melton Mowbray Building Society

#### Opinion

We have examined the summary financial statement of Melton Mowbray Building Society ('the Society') and its subsidiaries (the 'Group') for the year ended 31 December 2019 which comprises the Results for the year, Financial position at end of year, together with the summary Directors' report.

On the basis of the work performed, as described below, in our opinion the summary financial statement is consistent with the full annual accounts, the Annual Business Statement and Directors' Report of the Society for the year ended 31 December 2019 and conforms with the applicable requirements of section 76 of the Building Societies Act 1986 and regulations made under it.

#### **Basis for Opinion**

Our examination of the summary financial statement consisted primarily of:

- Agreeing the amounts and disclosures included in the summary financial statement to the corresponding items within
  the full annual accounts, Annual Business Statement and Directors' Report of the Society for the year ended 31
  December 2019, including consideration of whether, in our opinion, the information in the summary financial
  statement has been summarised in a manner which is not consistent with the full annual accounts, the Annual Business
  Statement and Directors' Report of the Society for that year;
- Checking that the format and content of the summary financial statement is consistent with the requirements of section 76 of the Building Societies Act 1986 and regulations made under it; and
- Considering whether, in our opinion, information has been omitted which although not required to be included under
  the relevant requirements of section 76 of the Building Societies Act 1986 and regulations made under it, is nevertheless
  necessary to include to ensure consistency with the full annual accounts, the Annual Business Statement and Directors'
  Report of the Society for the year ended 31 December 2019.

We also read the other information contained in Melton Matters and consider the implications for our statement if we become aware of any apparent misstatements or material inconsistencies with the summary financial statement.

Our report on the Society's full annual accounts is unmodified and describes the basis of our opinions on those annual accounts, the Annual Business Statement and Directors' Report.

#### **Directors' Responsibilities**

The directors are responsible for preparing the summary financial statement within Melton Matters in accordance with applicable United Kingdom law.

#### **Auditor's Responsibilities**

Our responsibility is to report to you our opinion on the consistency of the summary financial statement within Melton Matters with the full annual accounts, Annual Business Statement and Directors' Report and its conformity with the relevant requirements of section 76 of the Building Societies Act 1986 and regulations made under it.

#### The purpose of our work and to whom we owe our responsibilities

This auditor's statement is made solely to the Society's members, as a body, and to the Society's depositors, as a body, in accordance with section 76 of the Building Societies Act 1986. Our work has been undertaken so that we might state to the Society's members and depositors those matters we are required to state to them in such a statement and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Society and the Society's members as a body and the Society's depositors as a body, for our work, for this statement, or for the opinions we have formed.

### Ariel Grosberg (Senior Statutory Auditor) for and on behalf of BDO LLP, Statutory Auditor

13 March 2020

#### Londor

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

### **Directors' Remuneration Report**

(not forming part of the Summary Financial Statement)

This report, together with disclosures in the 'Remuneration' section of the Corporate Governance Report on pages 12 to 13 and in Note 9 of the full annual accounts, provides Members with an explanation of the Group Remuneration Policy and its application to Directors' remuneration. A resolution will be put to the Annual General Meeting inviting members to receive and accept this report. The vote is advisory, and the Board will consider whether any consequent action is required.

#### **Executive Directors**

Remuneration of the Group's Executive Directors comprises a number of elements: basic salary, annual bonus scheme, medium term incentive plan, membership of a pension scheme and other taxable benefits.

Details of the establishment of, and governance over, the annual bonus scheme and the medium term incentive plan, in which the Executive Directors have participated, are set out in the 'Remuneration' section of the Corporate Governance report on pages 12 to 13 of the full annual accounts.

Executive Directors are eligible to be members of the Melton Mowbray Building Society Staff Pension and Life Assurance Scheme (the 'Scheme'). Active members of the Scheme receive benefits in the defined contribution section of the Scheme. The Scheme also includes financial provision for death in service. Mr Reason has opted out of the Scheme and receives a taxable allowance in lieu of the Society's pension contributions and retains the death in service life assurance cover.

The Group provides other taxable benefits including a car allowance and health care provision.

The Chief Executive and Deputy Chief Executive & Finance Director each have a service contract with the Society, terminable by the Society giving 12 months' notice or by the Director giving 6 months' notice.

A Director who is also a Trustee of the Melton Mowbray Building Society Staff Pension and Life Assurance Scheme is granted a fee of £175 per Trustee meeting attendance. Mr Reason and Mr Mulvey both received Trustee meeting attendance fees during the year.

#### **Non-Executive Directors**

The governance arrangements relating to Non-executive Directors' remuneration are set out in the Remuneration section of the Corporate Governance Report on page 13 of the full annual accounts.

Non-Executive Directors are remunerated by fees. A taxable travel and accommodation allowance is paid where a Director lives a significant distance from the Society's Principal Office. They do not receive any salary, performance incentives or pension. The Society's Rules limit Non-Executive Director remuneration to 2.5 times the annual salary of the lowest paid full-time clerical employee.

#### **Remuneration Paid**

Details of all remuneration paid to the Executive and Non-executive Directors are set out in Note 9 of the full annual accounts

### **FCA Remuneration Code**

The Group's Remuneration Policy describes how the Group complies with the Remuneration Code. In accordance with the Code, the Society has disclosed certain qualitative and quantitative information relating to remuneration in its Pillar 3 disclosures document which can be found on the Society's website, www.themelton.co.uk.

A L Craft Chairman 13 March 2020

**Directors' emoluments** (not forming part of the Summary Financial Statement)

Society 2019	Salary / fees £'000	Annual bonus £'000	Medium term incentive plan £'000	Benefits £'000	Sub Total £'000	Payments to defined contribution scheme £'000	2019 Total £'000	2018 Total £'000
Non-Executive								
A J Capps	37	-	-	2	39	-	39	29
A L Craft	31	-	-	3	34	-	34	33
J G Farrington (appointed 1 March 2018)	34	-	-	-	34	-	34	21
D L McKenzie	25	-	-	3	28	-	28	28
F A Pollard	36	-	-	3	39	-	39	30
K O Romney	27	-	-	3	30	-	30	30
Executive								
M J Reason	162	6	12	35	215	-	215	196
J P Mulvey	119	5	8	13	145	27	172	167
	471	11	20	62	564	27	591	534

During the year the fees in respect of A J Capps, J G Farrington and F A Pollard were increased to recognise the additional services they provided following their appointment to the Board of Nexa Finance Limited.

### Simon Taylor



Simon will join the Board of the Melton this Summer as Chief Executive Officer.

He has nearly 30 years of financial services experience and is a proud supporter of the benefits of Mutuality and the Building Society Sector.

Previously he was the Chief Operating Officer of The Nottingham, a Top 10 Building Society for nearly 8 years. Prior to that he was Lloyds Banking Group's Regional Director for Northern England and before this he held a number of senior roles in Lloyds and Barclays where he started his career in Financial Services.

Simon is an Associate of the Chartered Institute of Bankers, holds an MBA and is an alumnus in Advanced Strategic Management from Kellogg North-Western Business School in Chicago.

Born in Yorkshire, Simon is 49 years old and he has been married to Jackie for 25 years. They have one son, Cameron, who is currently studying for his A levels.

"I am delighted to be joining the Melton. I was strongly attracted by the ambition and energy of the Melton Board to create a relevant modern and vibrant Society that adds value and supports its members and the communities it serves. I look forward to playing my part and leading the team in delivering on that ambition," said Simon.



# **Supporting Local Charities**

The Melton has a number of selected affinity relationships with local charities to raise money through savings accounts. These accounts enable members to help their chosen charity as the more money they save, the more the Melton donates to the charity each year.









For more information regarding the Society's Affinity Savings accounts and how you can help support our chosen charities, please speak to an advisor, visit www.themelton.co.uk or call us on 01664 414141.



### Important Information

#### FINANCIAL SERVICES COMPENSATION SCHEME

# Important information about compensation arrangements

We are covered by the Financial Services Compensation Scheme (FSCS). The FSCS can pay compensation to depositors if a building society is unable to meet its financial obligations. Most depositors - including most individuals and small businesses - are covered by the scheme.

In respect of deposits, an eligible depositor is entitled to claim up to £85,000. For joint accounts each account holder is treated as having a claim in respect of their share so, for a joint account held by two eligible depositors, the maximum amount that could be claimed would be £85,000 each making a total of £170,000. The £85,000 limit relates to the combined amount in all the eligible depositor's accounts with the building society, including their share of any joint account, and not to each separate account.

For further information about the scheme (including the amounts covered and eligibility to claim) please ask at your local branch, refer to the FSCS website www.FSCS.org.uk or call 0800 678 1100.

• Please ensure that you keep your personal details held with the Society up to date.

The Society may wish to keep you informed of marketing initiatives from time to time. We will use various marketing methods in this respect, namely, telephone, letter/direct mail, email or third party. If you do not wish to be contacted by any particular method, please let us know. Please note that any instruction received will supersede any existing instruction held in our records.

- The Society's current savings interest rates are available on request from our Principal Office or Branches. They are also shown on our website at www.themelton.co.uk.
- Online Security For those members who use online facilities, including email, please note that Melton Mowbray Building Society will not issue emails to you requesting personal information or details of passwords and accounts numbers. We would appreciate you letting us know if you ever receive such a request. We would also draw your attention to being vigilant in respect of internet security including identity theft and internet fraud generally. We would draw your attention to the security information in the online savings log in and suggest you read this information on a regular basis.

### **Your Executive Management Team**

Martin Reason - Chief Executive
John Mulvey - Finance Director
Siân Gant - Commercial Director
Nicola Walker - Chief Risk Officer
Rita Bullivant - Director of IT & Change
Karen Mabbott - Society Secretary

### Offices of the Society

### **Principal Office**

Mutual House, Leicester Road, Melton Mowbray, Leics., LE13 0DB Tel: 01664 414141 Fax: 01664 414040 E-mail: melton@mmbs.co.uk

#### **Branch Offices**

### **Melton Mowbray Branch**

18 Nottingham Street, Melton Mowbray, Leics., LE13 1NW. Tel: 01664 480214 Dawn Wright - Branch Manager

#### **Grantham Branch**

48 High Street, Grantham, Lincs., NG31 6NE. Tel: 01476 564528 James Goodliffe - Branch Supervisor

#### Oakham Branch

23 High Street, Oakham, Rutland, LE15 6AH. Tel: 01572 757911 Lisa Marshall - Branch Manager

Call us on 01664 414141 between 9am and 6pm Monday to Friday and 9am and 12pm on Saturdays

www.themelton.co.uk



The Melton Mowbray Building Society is Authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority. MMBS6620