

Summary of Actions

Item No	Item	Who	When	Status
1138.2	Volunteers Directory	HF		Ongoing
1138.3	Section Constitutions Draft	HF		Ongoing
1138.4	New Members Listing	JB		Ongoing
1138.5	New Member Support	SV, HF, AM		Ongoing
1138.6	Brighton Festival Maritime Show	KK		Ongoing
1138.8	Sailing Section Donation	SL		Ongoing
1138.14	AGM Reports	JB	Immediate	
1138.17	Confidential Report	SV		Ongoing
1139.15	SDP Committee/Spreadsheet	TL	Immediate	
1139.20	SDP Committee/PR coverage	SV	Immediate	
1139.21	SDP Committee/Confidential		Immediate	
1142.1	Barco	TL		Ongoing
1142.4	Barco	DN	20.03.17	
1142.5	Barco	IB/GW	20.03.17	
1142.10	Barco	DN	15.02.17	
1142.12	Barco	TL	Immediate	
1143.7	MMC/BMC/ grant	LW	Immediate	
1144.5	Publicity & Members/Lapsed	JB	Immediate	
1151.1	AOB/Volunteers Directory	SV		Ongoing
1151,3	AOB/Outstanding Debts	LW	20.02.17	
1151.5	AOB/CASC	SL/JP/KH	Feb/March Board Mtg	

DRAFT

**SUSSEX YACHT CLUB
MINUTES OF THE MEETING OF THE MAIN COMMITTEE
HELD MONDAY 16th JANUARY 2017**

The meeting commenced at: 20.02 hours

Present:

Steve Vyse	SV	Commodore, Chair Publicity & New Members
Terry Kinch	TK	Vice Commodore, Chair M&M & BMC Committees
Giles Weston	GW	Rear Commodore
Laurence Woodhams	LW	Rear Commodore, Hon. Treasurer
Kevin Headon	KH	Rear Commodore, Training Principal
Ian Bush	IB	Director, Chair, House Committee
David Golding	DG	Director, Buildings Maintenance Committee
Helen Foster	HF	Director, House Committee
Graham Roberts	GR	Director, Moorings & Maintenance Committee
David Skinner	DS	Director, Moorings & Maintenance Committee
Neil Prescott	NP	Director, Moorings & Maintenance Committee
David Terry	DT	Director, Sailability Committee
Kevin Knight	KK	Director, Safety Boat Manager
David Nunn	DN	Director Elect
Sam Lippett	SL	Director Elect
Tim Leigh	TL	Ex-officio, Secretary
Jenni Bignell	JB	Ex-officio, Assistant Secretary

Apologies:

Anne Macey	AM	Director, House Committee
John Pryke	JP	Director, Dinghy Section Captain

Absent: Tim Cork TC Director

Number Item

1136 ANTONY BOYSONS, CLUB ADMIRAL

The Commodore brought to the attention of all Directors that Tony Boysons, Club Admiral, passed away on Friday 13th January. Any further information will be distributed by the Office. Frank Kaye has agreed to write an obituary for publication.

1137 MINUTES OF PREVIOUS MEETING

All agreed true summary.

Proposed: Commodore; Carried: Unanimous Abstention: 0

1138 MATTERS ARISING

1138.1 Minutes to be added to Website

SV stated the website is up to date with all information he has received.

1138.2 Volunteers Directory

HF reported she needs to catch up with DT and KH to complete.

Action: Ongoing HF

1138.3 Section Constitutions Draft

SV will discuss with HF to add in and return to Board.

Action: Ongoing HF

1138.4 New Members Listing Split

TL reported this is being done but was lost in computer breakdown. LW agreed that he would wait another month.

Action: Ongoing JB

1138.5 New Member Support

HF, SV and AM to discuss. The Commodore is hosting a New Members Evening on 18th January and a request was made for Directors to attend.

Action: Ongoing SV, HF and AM

1138.6 Brighton Festival Maritime Show

KK reported this is still ongoing.

Action: Ongoing KK

1138.7 AGM trophies – call to enter

SL updated information in In the Wind. The deadline passed and a number of entries were received. President took away entries and judged them and the trophies are being engraved.

1138.8 Sailing Section Donation

SL is going to charity evening on Friday with Olympic team and the Andrew Simpson Sailing Foundation. She is aware of a particular project to help less privileged youngsters in Wales sponsored by Andrew Simpson Sailing Foundation and will bring back any information to the Board.

Action: SL Ongoing

1138.9 Sub-Committee Minutes

SV and HF to include within the document that is being prepared that Sub-Committees must produce Minutes to go on to website. Action now complete.

1138.10 Sport England Charitable Donation

KH and SL have discussed opportunities and a bid is underway to buy some offshore clothing to support students and other new members when starting out in yacht racing. Action now complete.

1138.11 SDP Committee TL

Instruction from last meeting was for TL to remind consultants that figures were required in time for Board meeting. To be discussed under SDP Report later.

1138.12 SDP Committee SV

Complete.

1138.13 Barco Corporate Division

LW reported that he had done the work required and has discovered there is a potential problem with SYC being a corporate Director should banking arrangements be changed from current. Complete.

1138.14 AGM Reports

JB reported that two Director's reports are still outstanding from JP and LW. KH offered to produce one for the Dinghy Section and LW will send in asap. TL requested we receive these before the end of this week as the Notice of AGM will go on the website then.

Action: JB to email KH

1138.15 Barco Management Accounts

DN has been in to the office and discussed matters with Barco Committee and Natalie Stansell. He presented a set to Barco of cut-off figures in the period leading up to and as at 31st December, although he stressed he is not confident about what happened in December alone. Therefore from then on we can have figures direct from the accounting system within the first two weeks of the next month. NS is working with DN and producing detailed figures to blend with that. DN to work with NS at the end of January with the intention to publish on an ongoing basis. This will identify weekly highs and lows.

1138.16 2017 Fixtures

More changes have been made as the diving section were late with information and the Fixtures will go to print this week. This however will not meet with the current date set for the Notice for AGM being dispatched. It was discussed whether two postings were viable. It was confirmed that it is no longer a 28 day period requirement for the Notice to be distributed before the AGM, and 14 days is acceptable under legal requirements. Historically the Club have chosen to follow the precedent of 28 days but the Board accepted that 14 days was acceptable on this occasion in order to save money. Notice can be posted on the website at 28 days. It was decided that the Notice would go out between 28 days and 14 days before the AGM, and as early as possible.

1138.17 Confidential Report

1138.18 AOB – Flare Disposal

JB reported that no more information has been offered or discovered.

1139 SDP COMMITTEE

1139.1 Update on recent meetings

TK reported that the SDP committee continues to move toward a scheme for the redevelopment of Shoreham site.

1139.2 The design team lead by Graham Roberts are working hard with Architects ECDA and membership representation to develop a scheme that will fulfill the clubs overall requirements going into the future. Issues over the height and design layouts are proving challenging but are approaching resolution.

- 1139.3 Negotiations with AWDC through the SYC property consultants Gerald Eve and AWDC's consultants SHW continue but are becoming protracted and give cause to both sides for concern. SDP have been in direct contact with AWDC representatives to try and address the underlying issues and keep the 'Professionals' on track.
- 1139.4 A new resolution for the AGM to vote on the acceptance of the scheme has been drafted for the Board to vote on albeit that this will only go forward if the following are all in place.
1. An acceptable offer from AWDC for the land and buildings purchase;
 2. A reasonably developed scheme for the redevelopment of the site including draft layouts, elevations and site plans;
 3. An agreed heads of terms for contracts with AWDC.
- 1139.5 KK asked if the figures would be available a week before AGM as previously stated and TK responded that this will only be raised at the AGM if figures are received. AWDC seem to be slow at coming forward with a reinstatement figure for what we have, and SYC cannot put resolution forward at AGM without figures.
- 1139.6 An EGM would have to be held if the figures are not ready for AGM.
- 1139.7 LW stated that another scenario could be that AWDC may propose an envelope of figures and it would come down to the judgement of the SDP committee and Board as to whether there is sufficient confidence in that mechanism to go forward.
- 1139.8 TK continues to reiterate to AWDC however that we need an offer and confirmed that whilst the consultants are blurring the way the 'buyer and seller' are still wanting the same result.
- 1139.9 DN asked about the VAT on the property and stated that there may be different ways to make better use of the money. TK commented that this may require a restructuring of the club's organisation to maximise the VAT benefit. This would require much more discussion.
- 1139.10 KH spoke on behalf of the Oversight Committee and confirmed they are happy with everything. However Tony Curtis asked about the decision making process as this proceeds and whether the Board delegated the decision making processes for the project to SDP, especially day to day decisions of Flag Officers in their absence, and whether this should be included in the main Board minutes.
- 1139.11 LW confirmed the SDP Committee has the delegated authority of the Board to manage the £50k revolving credit facility that was granted to the committee in November. The Committee is therefore currently responsible for those funds. However the Committee cannot go beyond that and enter into any decision making as regards sale of land. A structure is in place as to how the funds are managed and released and in terms of the authority to act in instructing the various professionals.
- 1139.12 LW stated that the project management aspect will require another Board decision similar to the £50k revolving credit facility that was given for the professionals. At that point the Project Manager will probably be requested to guide SDP Committee, after a resolution has been passed at AGM.
- 1139.13 TK confirmed that the SDP Committee do have the authority for the decision making process in regard to getting the scheme to AGM.
- 1139.14 KH raised a further question regarding finance and the need for day to day control of ongoing costs, to include those we are committed to and those which are foreseen. There must be written assurance and agreement to the source of finance to support this work and an assessment of the overall costs for the project must be available now to help ensure that we

are within budget. Tony Curtis is surprised the expenditure forecast is not on the meeting agenda.

1139.15 LW responded that TL has created a spreadsheet which is available on Dropbox and Tony Curtis has access to this.

Action: TL to send a link to the spreadsheet to Tony Curtis and Kevin Headon.

1139.16 LW confirmed that any commitment to spend goes on that spreadsheet. When the invoice is received this is tracked and after further approval by SDP AWDC are then approached for payment. A procedure is in place all the way through to sign off so SDP know exactly what they are committed to and what is due to SYC back from AWDC.

1139.17 Gerald Eve have now approved and we should be able to sign this week. That letter of undertaking is capped at £50k and we are currently on £49k spent so this will only really last to the end of the month. As soon as we get the Heads of Terms we will get to another level of undertaking but TK stated if Heads of Terms are not agreed and there is no offer in the next 14 days, then the project is very likely to stop.

1139.18 Once the letter of undertaking is signed, one of the clauses will be revised based upon our current accurate reporting.

1139.19 SV asked when the decision about going to the AGM is to be taken and with what parameters. TK stated the parameters were in his report and the option to withdraw is available right up until the morning of AGM if necessary.

1139.20 The intention is for the proposal for elevations and designs to be released at the AGM so that false stories cannot be spread prior to official announcement at AGM. SV will brief the PR contact now so she is ready for post AGM.

Action: SV to brief PR contact

Resolution: Proposed by Commodore; Carried: Unanimous.

1139.21 Confidential Matter

1140 AGM Matters 2017

1140.1 New Clubhouse item to be positioned on the Agenda towards the end of the meeting.

1141 HOUSE

1141.1 IB confirmed there have been no more comments in the Comments Book. NS and IB have decided that the comments and signing in book will be available in the bar from now on.

1141.2 A decision has been made that due to lack of interest, the Burns Night event was left out this year and has been replaced with a St Patricks Night event.

1142 BARCO

1142.1 GW stated that the banking situation is still awaiting TL to discuss with Barclays and Natwest.

Action: TL to discuss banking with Barclays and Natwest

1142.2 Becci had an accident in the kitchen and dislocated her knee and is currently signed off for another two weeks. She is entitled to SSP and Commodore has given NS authority to uplift to normal pay if she feels it is appropriate. A Riddor form has been completed.

1142.3 DN has produced financial projections and monthly management accounts. He drew a line for a balance sheet for stock check, pricing and monies owed and due etc as at 31.12.16. At that stage the accumulated losses up to then total led circa £40,500. The view is that we

should carry on making the best of the service provided and give NS time to have an effect with the various many changes she is bringing in. It was agreed that nothing will change suddenly. There could be an ongoing loss of £1k - £2k per month until we turn a corner but it will take time to turn the figures around.

1142.4 Barco however will require ongoing support to work through. More cash is needed than it had at the end of September when the Board authorised a sum of up to £35k in support. It was noted that this figure is not in the approved Minutes although it was mentioned in the resolution. This needs to be carefully managed. The proposal therefore is to give Barco the balance of that £35k now (circa £13,200) which will go through in January in order to pay VAT. That will cover for the time being as Barco is financed by creditors, plus collect VAT on turnover, so there is a natural flow of support in a commercial trading environment. However if Barco lose money at the rate of £1k - £2k per month, there will be another £5k lost in three months. Therefore Barco committee should come back to the main Board in March with new figures and a full proposal to ask for further support.

Action: Barco to produce figures and full proposal for March Board meeting

1142.5 SV felt that it is important to see how the changes brought in by NS are after the first quarter and to assess the impact of those changes. TK agreed we cannot just let it all go now, but whilst accepting that a proposal will come forward for more funding, TK requested that a proper business plan is available at that stage which will give some measurables going forward of how to address the situation and correct it over time in order to go in the right direction. GW considered a business plan should be underway by AGM in draft format but TK felt a draft business plan should be produced in advance of March meeting for the point where more funds are requested, and this should be received with plenty of time and not just three days before.

Action: IB/GW to produce a business plan

1142.6 DN stated that by drawing the line at the end of December it will be possible now to show what has happened in January. LW stated that the accuracy of this will be much better as everything is now on a weekly and monthly basis. The general feeling is that the catering is the area that loses the money, and figures will now be shown that reflect the bar and catering separately.

1142.7 It was confirmed that all requests for pay and holiday allowances are now finalised and that 2017 will move ahead with no back deficits in this regard.

1142.8 LW stated the figure is £40,586 debt and not the previous £30,000 that was mooted. The standard of audit has shown a more accurate figure with all the accruals now included.

1142.9 DT asked when we will be at least breaking even. DT stated that when this was first raised in October figures were promised for the next meeting and yet now in January this is still no nearer. LW stated this is radically different from where things were at the December board meeting and that only 1-2 weeks have now passed since all the reporting has been updated and achieved to provide accurate carry forward figures, and it is too soon to see the impact of changes.

1142.10 A recommendation was made to continue for a further 3 months to see the effect of the changes. A condition is that from 1st February onwards, at the end of each week we should have the top level weekly report which is turnover and staff costs split by catering and bar. DN is to assist NS in this regard with setting up what she needs to do. By 15th Feb the Office will have produced monthly accounts, and action towards producing a business plan will be available by the February Board meeting.

Action: DN working with NS to produce required papers

1142.11 The Board stated their support for this action plan as outlined.

1142.12 Action: TL to request Chris Gooch to transfer balance of loan

1143 MMC/BMC

1143.1 TK reported both committees are relatively dormant with potential redevelopment at Shoreham, Southwick moorings and Southwick Club house going on.

1143.2 MMC will be meeting about letting of moorings and some anomalies in existing letting system which have been identified. These may result in a rule change and this would be brought back to Board.

1143.3 A meeting with Riverside and Shoreham Port Authority has been held around the idea of forming a joint team for redevelopment of Southwick moorings. Julian Seaman has had initial quotations in for the dredging and two sets of marine plans with some proposals. Marine plans are not yet acceptable but hopefully in the next 4-6 weeks there will be a further meeting to move forward.

1143.4 SL asked if this will alleviate the damage to boats in the strong winds. TK stated that everyone is responsible for ensuring they are safely moored up and it is down to due precaution for adequate mooring to weather a storm. This is the official Club line. Any redevelopment will involve completely new ground gear and mooring arrangements and at very least will be fit for purpose.

1143.5 LW noted that Southwick works are nearly concluded and asked if there is any indication that the account will change. TK confirmed that there isn't.

1143.6 LW asked about the west slip works and the final account. TK stated he is still sorting it out with a holding position of an interim payment.

1143.7 TL has passed to LW a paper about Aberystwyth Marina who have a grant from the Coastal Community Fund to help fund upgrades of their moorings, and LW will look to see if this can be useful to us.

Action: LW to look into grant

1143.8 LW asked about occupancy of mooring, stores and other rental items. It was confirmed that the yard is at 100%. Moorings are currently occupied to 100% occupancy subject to responses on offers. Stores are 100% offered and vacant possession has been achieved on the last one on the ground floor at Southwick.

1144 PUBLICITY AND MEMBERS

1144.1 Lapsed and Resigned Members

The number of lapsed members was discussed. Directors were concerned about the names on the list. TL confirmed that three requests to pay included the initial invitation, a reminder and the final lapse warning. It was further confirmed that on a daily basis the Office has continued to have people pay their membership fees since the list was compiled last week. Directors were requested to speak with those people on the list who they knew.

1144.2 JB confirmed that the resignations were only related to the invitation to renew membership.

1144.3 LW stated that the proposed lapsed members list had to be voted upon and was unhappy that lapsed members had already had their fobs deactivated. TL reported that the Board made the decision last year for policy that has followed through. TL further referred to a meeting in November with the Commodore where SV had stated an extra month, to January thereby making three/four months, would be permitted before fob deactivation.

1144.4 LW stated that the list is inaccurate and stated he had a receipt of payment for someone on the list, but with the Commodores assent declined to give that information to the Board or to JB for inclusion in the club database records at this time.

1144.5 LW proposed that anyone who has not paid their membership fee by next main committee meeting will be put on another list and subsequently lapsed. Fobs are to be reinstated in the interim.

Action: JB to reactivate all fobs and reinstate members, and produce another list for February

1144.6 TK requested that anyone on the Board who felt that names on the list should not be included should take responsibility for contacting those people and reporting back in a month's time.

1144.7 New members listing was offered for acceptance by the Commodore:
Carried: Unanimous.

1144.8 SV proposed a rule change for young members following Charlie Camp approaching him. He was being asked, as a berth holder, for full adult rate despite being under 25. This was because rules were ambiguous and the protocol in the office was to treat young people in a similar manner as Country members who did not have a vote. However Charlie Camp has a vote and also a mooring. In the spirit of trying to encourage young people to get involved, the rule change will give a young persons member the same rights as a normal member.
Proposed Commodore. Carried: Unanimous.

1145 SAILING THROUGH HISTORY

1145.1 DS reported that the first application is set to be in by the end of the month which is the date set by Lottery people. The money from the lottery will pay for consultants. Once the bid is submitted to the committee it will go quiet for a while as they only meet once each three months.

1145.2 Tim Loughton MP has written a letter in support of the work at Southwick which will be good for our case.

1145.3 There is a Committee meeting next week. DS stated that if this does not go through we are committed to approx. £100,000 just to keep Southwick going as it is, without improvement.

1145.4 DS stated that one consultant has not been paid as he has not done the work and will not be employed again. Someone else however has done that work instead.

1146 SAILING SECTION

1144.1 SL reported that there is a meeting on Thursday and the calendar has been amended to ensure there are no clashes with the Sussex County IRC Championships.

1147 DINGHY SECTION

1145.1 JP not present to give a report.

1148 TRAINING SECTION

1146.1 KH did not have anything to report over the winter.

1149 SAILABILITY

1147.1 DT said a good meeting was held on Saturday to look at the future of Sailability and looking at strategy going forward. KH has helped put an online questionnaire to volunteers to get an idea of what people like and do not like in order to increase water activity.

1147.2 The AGM is on 11th February for Sailability which will be followed by the Trustees meeting.

1150 CORRESPONDENCE

1150.1 TL stated that no correspondence has been received.

1150.2 Guy Stansell has decided, due to other commitments, not to stand as a Director. As this is now past deadline for submissions the vacancy will not be filled.

1151 ANY OTHER BUSINESS

1151.1 SL asked if there was scope for a student or young person position on the Board in the future but it was considered that sub committees are perhaps the place for them, particularly as some items are of a confidential nature.

Action: SV to discuss when putting together Volunteers Directory

1151.2 KH had a meeting with Julian Seaman who has been reporting on activity in the harbour since November last year and wanted more pre-activity information. He is happy with what we do. KH now reports to him on a weekly basis, and SL will be invited to do the same.

1151.3 NP asked what steps are being taken and what sanctions are being imposed with regard to members with outstanding debts. In the autumn LW had reported on a dire situation in this regard and NP requested that an update be produced for the next Board meeting.

Action: LW to produce an update for next Board meeting

1151.4 KH asked what the current procedure is for allocation of moorings. TK confirmed it is as before, that a form is completed and submitted to the office.

1151.5 LW stated that HMRC guidelines for CASC membership were updated and from 1st April 2017 a requirement necessary to retain CASC status is that 50% of members must be engaged in the sport. LW requested that Sailing section, Training, and Dinghy section think about how this can be quantified for Feb or March meeting.

Action: SL, JP, KH

Date of Next Meeting: Monday 20th February 2017 2000hr RER Shoreham
Monday 20th March 2017 2000hr RER Shoreham

There being no further business, the meeting closed at: 22.02

I agree the above to be a true summary of the meeting.

Steve Vyse, Commodore

20th February 2017
