

SUSSEX YACHT CLUB
MINUTES OF THE MEETING OF THE MAIN COMMITTEE
Held Monday 20th November 2017

DRAFT

The meeting commenced at: 20.00 hours

Summary of Actions

Item No	Item	Who	When	Status
1305.2 (ii)	Matters Arising/Centenary Photo/ T Milligan	TL	Immediate	
1305.2 (iii)	Matters Arising/Centenary Photo/ Previous Presidents	TL	Immediate	
1305.4	Matters Arising/E Cigarette Rule Change/ Website update	SV	When Able	
1305.6	Matters Arising/Prize giving/Speak to SL	TL	Immediate	
1305.7	Matters Arising/Volunteers Directory/Proposals for Sailing	NP/HF,SL/DN/ Guy Stansell	January	Ongoing to January
1306.14	Finance/Approval of Draft Audited Accounts/Change spelling on title	TL	Immediate	
1308.3 (vi)	Confidential items/Percy Ludgate	All Directors	December	
1308.3 (vii)	Confidential items/Percy Ludgate	TL	Immediate	
1308.3 (x)	Confidential items/Percy Ludgate	TL	Immediate	
1309.8	SDP Committee/Invitation to 27.11.17	SDP Committee	Immediate	
1311	Staff Matters/Appraisal process	GW	December	
1312.3	Marketing/Lapse Members	All Directors	December	
1319.3	House/Training of Barco staff	HF	December	
1321.1	Correspondence/HMS Shoreham/write	TL	Immediate	
1321.2	Correspondence/Rampion/Fundraising Committee	All Directors	December	
1322.1	AOB/CASC/TL to add to Agenda	TL	December	

Present:

Laurence Woodhams	LW	Rear Commodore, Hon. Treasurer (Chair)
Giles Weston	GW	Rear Commodore, Chair Bar & Catering Committee
Kevin Headon	KH	Rear Commodore, Training Principal
Neil Prescott	NP	Director, Moorings & Maintenance Committee
Graham Roberts	GR	Director, Moorings & Maintenance Committee
Helen Foster	HF	Director, Chair, House Committee
Ian Bush	IB	Director, House Committee
David Nunn	DN	Director, Sailing Section
Ann Macey	AM	Director, House Committee
David Skinner	DS	Director, Moorings & Maintenance Committee
David Terry	DT	Director, Sailability Committee
Kevin Knight	KK	Director, Safety Boat Manager
David Golding	DG	Director, Buildings Maintenance Committee
Mark Sharp	MS	Ex-officio, Director Elect
David Carroll	DC	Ex-officio, Director Elect
Sue Large	SL	Ex-officio, Director Elect
Miles Mayall	MM	Ex-officio, Director Elect
Tim Leigh	TL	Ex-officio, Secretary
Jenni Bignell	JB	Ex-officio, Assistant Secretary

Apologies:

Terry Kinch	TK	Vice Commodore, Chair M&M & BMC Committees
Steve Vyse	SV	Commodore, Chair Publicity & New Members

Absent: Sam Lippett SL Director, Sailing Section Captain

The meeting was chaired by Laurence Woodhams in the absence of Steve Vyse, and a welcome was extended to the Directors elect. Mark Sharp, Sue Large, David Carroll and Miles Mayall were invited to all Board meetings prior to AGM and it was explained that whilst they could take part in debate, they could not vote.

Number Item

1304 MINUTES OF PREVIOUS MEETING

All agreed as a true summary.

Proposed: Rear Commodore (Hon. Treasurer); In favour: 12; Against: 0; Abstention: 1 (DG)

1305 MATTERS ARISING

1305.1 Finance

This item related to budget holders purchasing outside the office procedure. Whilst KK and KH generally deal through the office there are times where short notice prevails. LW stated that a Force Majeure clause would cover this and if the amount is above the limit set or out of budget then request should be referred to the appropriate Flag Officers.

1305.2 Centenary Photo

1305.2 (i) IB visited The Schooner but reported that it does not bear much resemblance to the old photograph. GW stressed this must be taken during the current calendar year to mark the 125th anniversary of the club. All current directors to be in the picture and GW stated it should be done before the December Board meeting. It was agreed that the old window featured in the previous photograph would add continuity.

1305.2 (ii) TL was requested to ring Tom Milligan as soon as possible to arrange.

Action TL

1305.2 (iii) GW requested that past Presidents should be invited and that the general consensus was that Cowes rig should be worn.

TL to contact all past presidents.

Action: TL

1305.2 (iv) It was agreed to meet at 19.30 on 18th December at the Schooner in order to take the photograph and the meeting for December would be delayed. TL will take the pictures.

1305.3 SDP Heads of Terms

It was noted that all Directors who had requested them have received them.

1305.4 E Cigarette Rule Change

1305.4 (i) Sue Large said she had been advised that some new members have stated that they would not have joined the club if they had known that e cigarettes were to be banned.

1305.4 (ii) LW directed as the rule was different when they joined, they are entitled to a pro rata refund from the date they became aware of the change.

1305.4 (iii) The Rule book has been updated in the Office records but needs changing on the website.

Action: SV

1305.5 General Meeting.

It was reported that the meeting went ahead as planned.

- 1305.6 Prize Giving
The office to ask Sam Lippett for an update on the presentation of cups and trophies and request that the details are included on the notice board, website and sent out in the Sailing Section email group.
Action: TL
- 1305.7 Volunteers Directory
1305.7 (i) LW requested that Directors update themselves with the Volunteers Directory details.

1305.7 (ii) It was confirmed that all new members' details are being sent to HF each month.

1305.7 (iii) The question of students being given priority over full members was raised again. DN considered that wide ranging answers may be used to tackle this, ie nominating skippers to take out people who are on a list. Club members would be given preference. Other ideas could include basic teaching for members, ie about parts of boat.

1305.7 (iv) LW asked NP to continue to discuss with HF, SL, Guy Stansell and DN and to bring back their thoughts to the Board in January.
Action: Report from Sailing Section with a proposal in January
- 1305.8 Barco Fobs & Readers
1305.8 (i) Ian Bush reported that NS and DN are discussing pricing and it will hopefully be ready for the end of first week of December. A general mark up has been agreed in line with other clubs. This will be discussed in a joint House Committee & Barco meeting on 30th November when all items are considered and signed off. A two tier pricing will be implemented with a percentage reduction for members.

1305.8 (ii) It was confirmed that the decision for pricing is in the hands of House and Barco with no need to bring consideration back to the Board.
- 1305.9 Dinghy Section were thanked for moving the Icicle Race on the 4th November to accommodate the General Meeting.

1306 Finance – Approval of Draft Audited Accounts

- 1306.1 A paper was circulated prior to the meeting. DN stated that SYC Bar and Catering had not been accurately named in the document and this was an error that is being corrected.
- 1306.2 LW confirmed that the proposal is to put forward the accounts to the AGM and not for adoption at the Board meeting.
- 1306.3 DN had spent time looking at the balance sheet in some detail and made small amendments which have been reflected in the current draft.
- 1306.4 Mark Sharp asked if the item is on the agenda for accuracy or for discussion. LW explained the procedure that Finance Committee is the forum to discuss budgets. The Board at this stage is proposing to put the accounts forward to the AGM for adoption as the Company accounts.
- 1306.5 MS asked why it seemed that a 'profit' was made in a year when we had CASC status and it was explained that a surplus was generated, which is different. MS wanted to ensure that the surplus is for the benefit of the club and was concerned that the club may be profiting from the members. He asked how this is being put back to the members.
- 1306.6 DN stressed that there is a £147,820 surplus on top of cash currently held and it had been explained at the previous Board meeting that this is a fluctuating position.

- 1306.7 MS asked if loyal members can have a reduction or pay back at the end of a good year. DN stressed that there has been almost no expenditure this year on the list of items on the project budget. MS felt the members are unaware of the projects but it was confirmed that a report was created last year and also they have been publicised in Wavelength.
- 1306.8 Miles Mayall considered that with three major projects ahead it was good that the cash was already in the bank. MM was more concerned that there could be a massive deficit on the other side of the projects' completion as this has happened to a number of other clubs.
- 1306.9 DN confirmed that the club can do nothing else with the money other than spend it on sailing sport. This would mean that we could not give bonuses to members because it would not be appropriate under CASC rules.
- 1306.10 NP asked about the trade debtors amounting to £27,000 referred to in Section 9. It was confirmed that these are mostly outstanding boatyard fees.
- 1306.11 NP asked why the bad debts have gone up from £1,600 to £15,000. It was explained that at the end of year there is a provision of £15,000, but this does not mean they are at that figure now. DN said this is most likely an over-cautious view than has been taken in the past. There has been some history to clear up which has now been addressed. TL explained that as a club there is some lenience allowed before a strong approach is undertaken. Once initiated the process takes 3-6 months to enact the legal process in order to gain control.
- 1306.12 DN confirmed that fees continue to be charged even if someone cannot pay.
- 1306.13 It was noted that the provision for £15,000 both started the year and ended the year.
- 1306.14 It was noted that the title to the last two pages required changing to read Detailed Income and Expenditure Account.
Action: TL
- 1306.15 The proposal was made for the approval of the Draft Audited Accounts be put forward to the AGM for adoption:
Proposed: LW; Seconded: DN
In favour: Unanimous; Against 0; Abstention: 0

1307 Barco Loan Interest Proposal

- 1307.1 At the pre-audit discussion with Clark Brownscombe the inter-company loan to Barco was reviewed and it was suggested that the Club takes a new approach to the loan.
- 1307.2 DN stated that CASC is taken seriously and there are rules about loans to non-CASC bodies. The loan which has been in place to fund the Barco deficit to date should now become a more commercial type loan.
- 1307.3 A reasonable rate of interest should be charged, and it was noted that the Club has a reasonable expectation of ultimate repayment over the next 5 – 10 years of the loan which currently stands at £40,000.
- 1307.4 NP asked what the mechanism will be for the loan capital repayments and who decides how much and when. In principle all of their profits should be allocated first to pay interest and secondly to repay capital at the end of each year.
- 1307.5 DN stated that income will be more profitable once member's rates are introduced and payments can be repaid throughout the year. As Barco is a wholly owned subsidiary the Board can direct the Barco Board to do whatever it wants. As such an amount does not have to be set in stone and flexibility can remain.

- 1307.6 Mark Sharp asked why Barco is a separate company and LW explained that Barco is not a sporting organisation and therefore not entitled to benefit from CASC status. To safeguard the club VAT threshold, Barco has been ring fenced and run separately. If a profit is generated, Barco can gift aid that to the club.
- 1307.7 MS considered that close scrutiny would cause concern for Barco and DN confirmed that everything will be under the same level of scrutiny by the end of next year.
- 1307.8 MS expressed concern that the Steward is under a huge amount of pressure to deliver and that the social side is a key part of the whole. He again questioned the surplus balance whilst Barco is being put under huge pressure to deliver. LW stated that this has been debated and any subsidy to Barco would have to be acceptable under CASC rules.
- 1307.9 MS suggested that the Steward should be employed by SYC rather than Barco but LW explained that this is not possible with the current structure because of transference of value between SYC and Bar and Catering.
- 1307.10 LW confirmed that some elements are still maintained by SYC, ie deep cleaning of kitchen and now two years have elapsed since Barco was set up, the Board can choose to change things but have decided not to. DN further reported that Barco is able to trade differently from the club who are governed by CASC status.
- 1307.11 DT asked what the implications would be should Barco default. LW and DN stated that despite formalisation of the loan, no terms and conditions are being implemented. DN considered there is a small risk but he is confident that with the forthcoming price review things are now on track.
- 1307.12 Barco Loan Interest Proposal:
SYC Ltd should commence charging interest on the loan to SYC (Bar and Catering) Ltd at 1.50% per year over Bank of England base rate effective from 1st October 2017.
Proposed: DN, Seconded GW.
In favour: Unanimous; Against: 0; Abstain: 0

1308 **AGM Matters**

1308.1 Update on Officers

TL confirmed that the SYC Summary of Flag Officer, Director, Presidential and Honorary Members Nominations were published after 31st October, subject to approval at the AGM.

1308.2 Furthermore, subject to AGM approval, Derek Copeman will become President.

1308.3 Percy Ludgate – Confidential Minutes

1308.4 Requests were made for the entries for Windflower, Mathey and Compass cups for Log and distance entries to be further considered.

1308.5 Honorary Members

1308.5 (i) TL noted a change made to the list of Honorary members appointed by virtue of the position as Peter Davies has retired at the Shoreham Port Authority and been replaced by Tim Hague.

1308.5 (ii) TL requested that if any Directors are aware that an Honorary Member has passed away that they advise the office.

1308.5 (iii) No new Honorary Members were proposed.

1309 **SDP Matters**

1309.1 In the absence of TK, LW noted that the result of the vote at the General Meeting on 4th November was 165 in favour of selling the strip of land, and 1 against.

1309.2 It was agreed at the previous main committee meeting that, subject to approval, things would move ahead.

1309.3 GW, GR, NP, TL and KH attended the Design Sub-Committee when the drawings were reviewed to reduce the scale of the existing plans. Previous drawings represented the maximum building dimension to aspire to, and now the minimum is being considered. A meeting was held with ECD architects, to get the professional opinion on the amateur ideas.

1309.4 The next SDP meeting will be held on Monday 27th November when changes will be considered and one definite construction model will be taken back to Dan at that point.

1309.5 TL confirmed that all professional reports required for planning have been instructed. Most of their reports should be received by 27th November.

1309.6 The approved draft Heads of Terms from the club have been sent to the Council's consultants, Stiles Harold Williams, who will forward to the Council. A lot of questions have been raised but both Stiles Harold Williams and Adur District Council are aware of the meeting on 27th November and are working to get any queries to SYC by that date.

1309.7 TL advised that Sue Moffatt (local planning expert) is away but she has prepared a draft submission response from the club to Adur Council regarding the local plan which is out for consultation.

1309.8 MS asked if the Board have considered inviting some younger members to give input into the design process. This notion will be passed to the SDP meeting on 27th for their consideration.

Action: SDP Committee

1310 MMC/BMC

LW reported that MMC/BMC have not met since the Board meeting in October.

1311 Staff Matters

GW confirmed that the staff appraisal process is progressing and will be completed by the end of November. The outcome will be reported at the December Board meeting.

Action: GW

1312 Marketing

1312.1 HF stated there is work still to do with the Volunteers Directory and wishes to speak to SV and TK before proceeding.

1312.2 Potential lapsed members

A list of all non-payers as at 10th November was distributed in line with the procedure for membership renewals agreed in June board meeting. It was confirmed that all non-paying members have been contacted twice by email or phone call.

1312.3 It was considered that lapsing of members should be deferred until December. Directors were invited to contact any members they know on the list to invite them to renew.

Action: All Directors/carry over to December

1312.4 DN observed a lack of attention to certain areas of website and requested these be updated to provide better advertising. HF stated that deadlines need to be set and LW asked HF to create a calendar of events.

Action: HF

1312.5 Proposal to accept the New Members List.

Proposed: HF; Seconded: LW; In favour: Unanimous; Against: 0; Abstain: 0

1313 Royal Escape Race

In the absence of SV, no report was available.

1314 Barco

GW reported that no meeting was held but the October trading figures showed a profit of £1,271 which was welcomed. DN reminded the Board that figures can fluctuate each month but it is hoped that the new pricing and the Prize giving Dinner will show an improvement for November and December.

1315 Sailing Section

1315.1 In the absence of SL no report was to hand.

1315.2 DN suggested that Sailing Section are intending to put forward a proposal for funds in December. They are considering using IRC as the sole rating system for the betterment of sailing and to attract new members who wish to sail.

1315.3 The funds request would probably be for no more than the first two years, for the club to support the payment of certificates, at a potential cost of around £3,500 for two years.

1315.4 DN said that Sailing Section are also considering increasing the race fees.

1315.5 DN reported that the Prize Giving dinner was an excellent event and Sue Large offered to share her photographs.

1315.6 KH asked if the Fixture List is prepared and DN reported that this is being worked on. KH considered it should have been ready in September and cover an 18 month to 2 year period. DN felt it should have been prepared in the summer.

1316 Dinghy Section

KH reported that Dinghy Section is now in winter mode but the first Icicle race had a very good turn out and is proving popular.

1317 Training Section

KH reported that the Day Skipper course is now full and they may look to run a second one. The Yachtmaster course is two thirds full. Other courses over the winter have all run successfully with no cancelled courses and the programme is set for next year.

1318 Sailability

DT said that there is nothing to report.

1319 House

1319.1 HF reported that no comments have been put in the Comments Book but she has received three praiseworthy emails, two about the Commodore's party and one regarding a private party who thanked the Barco staff team.

1319.2 GW requested that the Comments Book should be brought to the Board meetings in future.

1319.3 DS expressed concern that a number of bar staff at the Prize giving event appeared to have had no training and didn't know what they were doing. The service was terribly slow.

Action: HF to report back to the Board

1320 Sailing Through History

DS advised this is ongoing and had nothing currently to report.

1321 Correspondence

1321.1 TL reported that Lieutenant Commander Adrian H Visram has taken command of HMS Shoreham and it is unlikely that the ship will visit Shoreham again in the foreseeable future due to imminent deployment on active service.

Action: TL letter back

1321.2 TL reported that Rampion have launched their £4m community fund. SYC could be eligible for several grants from this fund and should put forward a request in a co-ordinated approach. Proposals for members of a fundraising sub-committee should be proposed by next meeting. Directors to consider if they would be prepared to take part.

Action: Directors

1322 Any Other Business

1322.1 MS asked why the committee had not discussed CASC activity and DN explained it is an ongoing issue. At the moment the response from members was 19% and a sample showed that 57% of those who did respond met the criteria. The information to date is not as good as desired.

Action: TL to add to agenda

1322.2 HF asked KH for information on winter lectures.

Action: KH

1322.3 IB mentioned the display at the Marlipins which will be open and display some old photographs of the club after late night shopping in December.

1322.4 GR confirmed that SDP hope to finalise the floor plans at the meeting on the 27th November and invited anyone who is interested to attend.

1322.5 LW asked if any sections had not yet submitted their Fixtures, other than Sailing Section. KH reported that a spreadsheet has been prepared.

There being no further business, the meeting closed at: 22.21 hrs

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

Laurence Woodhams, Rear Commodore, Hon Treasurer

20 November 2017

Date of Next Meeting: Monday 18th December 2017 Venue TBD 2000 Shoreham
Monday 15th January 2018 RER 2000 Shoreham