

RATIFIED

SUSSEX YACHT CLUB

MINUTES OF THE MEETING OF THE MAIN COMMITTEE

HELD MONDAY 24TH JANUARY 2011

Present:

D Copeman	Commodore
A Saunders	Vice Commodore, Meeting Chair
David Ramus	Rear Commodore & Hon. Treasurer
J Pryke	Director, Captain, Dinghy Section
D Skinner	Director, Chair, Moorings & Maintenance Committee
Di Saunders	Director
M Twell	Director
D McSwein	Director, Webmaster
B Watkins	Director
M Mayall	Director, Publicity
T Voice	Director
K Headon	Director, Training Principal
T Leigh	Ex-officio, Secretary
Jacqui Flood	Ex-officio, Minute Secretary
Richard Jackson	Ex-officio, Vice President
Laurence Woodhams	Ex-officio, Sailing Section Captain
John Taylor	Ex-officio, Director Elect
Terry Kinch	Ex-officio, Director Elect
Pat Hill	Ex-officio, Director Elect

Apologies:

M Lindsay-Hills	Director, Chair Sussex Sailability
G Whittington	Director
D Lee	Director, Chair, BSAC

What: Action to be completed

Who: Person assigned to complete the Action

When: Deadline; date by which the Action is to be completed by assignee

Status: Ongoing, On Hold, Over Due, Complete

	WHAT	WHO	WHEN	STATUS
259	MINUTES OF PREVIOUS MEETING			
	MM asked that item 256 Financial Distribution, first paragraph, be replaced with the following:			
	MM had distributed a paper prior to the meeting which noted the unexpectedly good results from 2009/2010 and proposed that the clubs bank debt should be repaid, selected maintenance projects be advanced and if the committee thought fit, a rebate be given to members in some form. TL responded by saying that as far as he could tell there would be no early penalty to repayment of the club's bank debt. The Commodore said that all necessary maintenance was anyway included in the 5 year plan, so did not need to be specifically advanced. TL tabled a series of cash needs for the future and said that the cash position was in line with needs and expectations. A general discussion ensued in which no consensus emerged. The matter was not therefore put to the vote. It was however agreed that a coherent explanation of the disposition of this surplus would be prepared for the AGM, as the board had been managing the clubs finances well during the economic crisis. Action TL/DR			
	Proposed: JP 2 nd : AS Carried Unanimously			

	WHAT		WHO	WHEN	STATUS
260	MATTERS ARISING				
	260.1	252.3 Club Development Plan			
		Agenda item.			
	260.2	253 Membership Matters			
		Commodore and JF still to arrange listings for those new Members who attended past two New Members' Evenings for feedback.	Comm/ JF	asap	ongoing
	260.3	257.1 Adur District Council – Environmental Health			
		TL confirmed that the requested form had been returned to the Council by the Caterer but the Council had mislaid it. A copy had been sent.			Complete
	260.4	257.2 Letter of Complaint			
		Agenda item.			
261	AGM MATTERS				
		Commodore advised Richard Jackson, Vice President, was attending the meeting as he wished to speak on the proposed changes to the Articles of Association that was being brought to the AGM on Saturday.			
		Richard Jackson stated that there were two areas where he had concerns:			
		Item 2, state that the objects of the Company are as set out in the Memorandum of Association. Mr Jackson reminded all that the objects within the Memorandum of Association were changed to assist the Club gain CASC status with the intention that they be broadened again at a later date, which did not happen.			
		As part of the reviewing team for the new Articles, Mr Jackson asked that the objects in the Memorandum revert back to their original version, which gave more details of the watersports enjoyed by the Club. This did not happen.			
		TL acknowledged that Mr Jackson asked for this amendment but after taking legal advice was advised that the objects clauses should not be reinstated.			
		Mr Jackson stated that the reviewing team believed the New Model Articles were more appropriate for a commercial enterprise and not a club. Mr Jackson also advise that he took his own legal advice who also concurred that the Club did not need a list of objectives but also did not see any reason why the Club could not have any wording they thought appropriate.			
		Mr Jackson stated that Article 14(3) <i>“The Directors may terminate the chairman’s appointment at any time”</i> was not appropriate for a Club as the Commodore is an elected official and the wording does not seem right for a Yacht Club.			
		LW asked whether changing the Articles would affect the CASC status if Richard’s suggested amendments were not actioned? TL advised that CASC were sent a copy of the proposed, new articles and asked if they had any issues, which they did not. TL also advised that if the AGM did not vote for the proposed, new Articles, the “New Model Articles” under the Companies Act 2006 would supersede any others.			
		Commodore commented that he would rather the Club had a set of Articles that had been devised for the Club than have to use the ones under the Companies’ Act. Commodore also reminded all that a lot of work had gone in to the Articles and they had not been rushed through.			

	WHAT	WHO	WHEN	STATUS
	Pat Hill advised that it would be more beneficial to the Club if the Club's objectives were kept as succinct as possible because many companies were acting outside of their objectives. If the Club uses the longer worded objective, then it could open itself to possible litigation.			
	TL commented that regarding Article 14(3), the statement referred to a specific meeting, it did not give the Directors the right to terminate the Commodore, only the chair of a specific meeting.			
	Mr Jackson advised the meeting that he would be objecting to the proposal as he was not happy with some of the details. Mr Jackson congratulated TL on his work on this matter but in his opinion it would be better to keep the current Articles until such time as certain issues are ironed out. Mr Jackson thanked the Commodore for inviting him to the meeting, which he had found very helpful.			
	Commodore advised he would speak with Pat Hill after the meeting as she was unable to attend the AGM so he was sure he would be correct with the legalities.	Commodore	Asap	
	Commodore asked whether there were any other matters for consideration before the AGM? DSki advised he had heard that the matter regarding "preferred contractors" and obtaining three quotes for work, would be raised. Commodore advised he was quite happy to reply to any such questions			
262	MEMBERSHIP MATTERS			
	After discussion it was decided to defer the Lapsed Members' Listing until February's meeting. The rest of the listing was read through.			
	Proposed: DSki 2 nd : DR Carried Unanimously			
263	CLUB DEVELOPMENT PLAN			
	Commodore advised that he was currently speaking with AS with the view to hand the plan over to AS and DR, who will bring it to the next Committee meeting. The paper would be very simple and should be a good tool for the Board to use.	AS/DR	Feb's Meeting	Ongoing
264	FINANCE MATTER			
	The first quarter Management Accounts were distributed prior to the meeting and the Commodore asked for any comments. MM commented that it was good to see a healthy income figure. MM was advised that the income figure included unpaid membership fees and if they were removed the Club was, in fact, on budget.			
	Commodore advised that he had received some comments that the Club was pricing itself out of the market and that was why the boatyard was not full. Unfortunately, for whatever reasons, many marinas are in the same position as us and comparatively our prices are still very competitive. TL advised that the yard was currently some 80metres under capacity but only 1% below budget.			
	MM queried the amount charged for Wavelength. TL advised he would look in to this figure and speak with MM outside of the meeting.	TL	Asap	Complete 26 th Jan
	DMcS asked why "Access to Electricity" was so under budget. TL advised that these were Members who moored at Riverside Yard but used Club electricity. The number of these boats has decreased.			
	LW asked whether unspent budgeted funds could be brought forward. TL confirmed they could be brought forward to the following quarter but not the following Financial Year.			

	WHAT	WHO	WHEN	STATUS
265	PIGEON CULL			
	TL advised there had been a number of complaints regarding pigeon droppings on the dinghies and safety boats. TL advised he had spoken to the Club's Pest Control Officer who advised the most effective way of eliminating the problem would be to cull the pigeons. He also advised that the Officer would be able to get a professional in to do this job or another suggestion was that a Member, who was suitably experienced with appropriate weaponry did the job.			
	MT commented that he did not believe all avenues had been explored and asked that he be allowed to look in to this matter before drastic action is taken. Commodore asked MT to liaise with DSki.	MT/DSki	Asap	M & M Matter
266	LETTERS OF COMPLAINT			
	Commodore advised that he had received three letters of complaint all regarding the behaviour of Members. He advised that any future recurrence of anti social behaviour in the Club would not be tolerated. The first action would be a verbal warning, second occurrence barred from the Club for a length of time, third occurrence membership would be suspended with the possibility of expulsion from the Club.			
267	CORRESPONDENCE			
	267.1 Riverside Christmas Party			
	Letter received from Keith Chittenden on behalf of the Riverside Berth holders to thank the Club for the use of Southwick for their Christmas Party, which was a great success.			
268	ANY OTHER BUSINESS			
	268.1 AGM			
	TL advised all Directors elect that they would have reserved seating at the AGM.			
	268.2 Commodore			
	AS thanked the Commodore for his chairing of the Committee over the past two years.			
260	DATE OF NEXT MEETING			
	Monday 21 st February 2011 2000hours – Shoreham Clubhouse			

There being no further business, the meeting closed at 2130.
