

SUSSEX YACHT CLUB
MINUTES OF THE MEETING OF THE MAIN COMMITTEE
Held Monday 21st January 2019

DRAFT

The meeting commenced at: 20.00 hours

Summary of Actions

Item No	Item	Who	When
1575.2	AGM Matters Arising/Cyber attack	TL	Immediate
1581.1	AOB/Hiring information	House	February
1581.4	AOB/Wavelength/Chase	TK	Immediate

Present:	Terry Kinch	TK	Commodore, (Chair)
	Kevin Headon	KH	Vice Commodore, Training Principal
	Graham Roberts	GR	Rear Commodore, "Dry" Committees
	David Terry	DT	Rear Commodore, "Wet" Committees
	David Nunn	DN	Rear Commodore, Hon. Treasurer
	Helen Foster	HF	Director, Chair, House Committee
	David Skinner	DS	Director, Moorings Maintenance Committee
	Miles Mayall	MM	Director, Moorings Maintenance Committee
	Mark Sharp	MS	Director, House Committee
	Sue Large	SL	Director, House Committee
	Kevin Knight	KK	Director, Safety Boat Manager
	Des Silverson	DSi	Director, Dinghy Committee
	Adam Thompson	AT	Director, Sailing Captain
	John Pryke	JP	Director, Dinghy Captain
	Tim Leigh	TL	Ex-officio, Secretary
	Jenni Bignell	JB	Ex-officio, Assistant Secretary

Apologies:	Ian Bush	IB	Director, House Committee
	David Carroll	DC	Director, Sailability & Dinghy Committee
	Ann Macey	AM	Director, House Committee, Inbound Rally Secretary

Number Item

- 1572** 1572.1 The Commodore welcomed everyone to the first meeting of 2019 and gave a note of thanks for all those who stood for election at the AGM but were unsuccessful on this occasion. It is hoped that they will still assist. Thanks were also given to all those who participated in the counting of the ballot.
- 1572.2 The Commodore reminded everyone about confidentiality and recordings. It was confirmed that recordings of the meetings are held for an indefinite period of time in case of need, but they are not distributed outside or put out for review.
- 1572.3 TK requested that a code of conduct was observed by all directors whereby only one person speaks at a time with no side conversations occurring and courtesy is observed at all times.
- 1572.4 TK noted that certain items of a confidential nature may be discussed, possibly about individual club members or financial, commercially sensitive or legally implicated items and reminded the directors that it is their duty to respect that confidentiality.

1573 MINUTES OF PREVIOUS MEETING

All agreed as a true summary.

Proposed: Commodore; In favour: Unanimous of those present at last meeting:

Against: 0; Abstention: 2 (KK, HF)

1574 MATTERS ARISING

1574.1 MA/BMC Southwick: Cover Pipes

GR reported this has been completed. Item closed.

1574.2 MA/Barco Business Plan

HF has spoken to the Steward who is not yet ready. Carry forward to March.

1574.3 AGM/Audit: Capital Expenditure: Projects Proposal; Confidential

DN noted that this item referred to a request for realistic future capital proposals to be brought to his attention. Item closed.

1575 AGM MATTERS ARISING

1575.1 TK noted that a matter was raised at the AGM about whether GDPR was broken with regard to the launch of a boat. TL reported that he has investigated and a letter has been drafted to request further information from the member. SL confirmed that the right action had been taken. TL stated that further information regarding self-declaration of possible breach is being researched.

1575.2 TK reported that an issue about insurance was raised at the AGM regarding a potential cyber-attack on our cloud based data and stated that David Lee has offered to undertake a review. TL to see what our current insurance covers.

Action: TL

1575.3 A question was raised at the AGM about the number of shareholders within the club and JB confirmed that at the end of their probation period she writes to everyone to advise that they may now request to become a shareholder. The uptake is c10%. It was considered that more people should be encouraged and perhaps an invitation and reminder could be added to calling notices in future.

1576 SUB-COMMITTEES

1576.1 Volunteers

HF would like to recruit extra people on to House Committee for some fresh ideas. It was suggested that it be added to In the Wind inviting people to contact her.

1576.2 Committee Structures

1576.2 (i) TK noted that everyone who sits on main board meetings are volunteers and volunteers are also required for sub-committees. It was requested that each director should sit on a sub-committee and that everyone also considers whether the creation of any additional sub-committees would be useful.

1576.2 (ii) It was noted that GR heads the 'dry' side of things, with buildings, house and moorings, and DT heads the 'wet' side of things with sailing, keelboats, diving and all things water based. The Flags head and oversee the various committees under their jurisdiction. A request was made for committees to ensure that they include their Flag officers, and consider their structure and invite other members to become involved.

1576.2 (iii) The Chair of each committee is to write a report and send it to their Flag Officer who will share it with TL a week before main committee meets. TL requested that items may be sent for inclusion up to 10 days before in PDF format.

1576.2 (iv) It was requested that committee reports should be kept brief and as a poignant overview only and that business will be pushed back to sub-committees whenever there is a problem.

1576.2 (v) MS raised concern that there are two levels of information; that which is seen by the Flags and that which is subsequently seen by main committee. TK denied this and stated that sub-committees will decide what they want to have represented and reported.

1576.2 (vi) SL asked what is happening with the marketing sub-committee and TK asked to speak with SL and MS after the meeting.

1576.3 Budgets/Procurements

1576.3 (i) DN distributed a paper on SYC Purchasing Procedures in advance of the meeting and requested that if any new directors in the structure did not yet fit in the format to please let DN know via the office.

1576.3 (ii) DN intends to have a Finance Committee and a CASC Committee and invited anyone who had something to offer or wished to learn about these items to join.

1576.3 (iii) DN noted that policy statements are now being drafted and stated that these are not 'sinister', ie Sailability needs a statement so everyone knows what the arrangement is so that they may be able to put a presentation forward for budget. The intention is to increase consistency.

1576.3 (iv) DN is to form a small but sharp committee to put pressure on all activity people to get information for CASC. Please let DN know if anyone wishes to join the committee.

1576.3 (v) DN reported that no figures are available yet for an update on Barco trading.

1576.3 (vi) TL noted that historically some directors introduced funds release requests under AOB and that this had been ruled against except in the case of dire emergency. Funds releases under AOB will not be considered. If anything is urgent then it will be circulated by email and a non-response will be considered as an abstention.

1577 MAJOR PROJECTS UPDATE

1577.1 Southwick

1577.1 (i) GR provided an update on the moorings project at Southwick. There are two designs being considered. DN provided some figures and a detailed assessment of cost and income will be produced within the week which will be sent out to the board for consideration.

1577.1 (ii) A special meeting will then be called to discuss Southwick to discuss some proposals for funds release. This is an important and urgent matter and more information will follow within the next two weeks.

1577.1 (iii) DT asked if dinghy space has been taken into account as it is currently shown as the wrong shape. GR stated that he was unaware of this and TK requested it be discussed at MMC but confirmed there will be flexibility for the issue.

1578 FINANCE

1578.1 A funds release proposal paper in relation to SDP was circulated to the Board in advance. DN explained that this was to clarify the situation on the SDP and the clubhouse development. Laurence Woodhams had previously asked whether SDP had acted within its authority to spend money on consultants to get to the current position.

- 1578.2 TK considered there may be ambiguity as to where the actual authorities lay. The funds release is to regularise the situation and DN confirmed that the figures are very close to what had actually occurred.
- 1578.3 MS raised objection that an expenditure of just under £300,000 had taken place when he had no knowledge that a level of consultation was required before building commenced. He believed that some explanation to the Board should have been forthcoming.
- 1578.4 DN observed that £60,000 was approved which was followed by £132,000 the next month, and both have been since MS joined the Board.
- 1578.5 TK noted that the amount of money involved and fee estimates have been discussed at SDP meetings and all spend decisions have been representative of the project size. Derek Copeman, Chair of SDP, works within the industry and considers the fees to be generally normal and acceptable.
- 1578.6 It was felt that a breakdown would have been helpful and TK confirmed that the £300,000 was within the expected percentage of the overall build and was budgeted. A schedule of fees will be made available.
- 1578.7 MM noted that more detailed communication is required in future about how expenditure is going. TK confirmed there is an agreed procurement process for the SDP contract with a hierarchical spending structure for the overall project. It explains who has the authority to release what and includes a monthly review on the project.
- 1578.8 GR confirmed that total professional fees are generally 10% or more for a traditional contract and TK noted that the principle de-risks the contractor by closing down all risks. This is the reason to spend out for professional fees.
- 1578.9 In order to update everyone DN suggested a one page description about the framework within which SDP are working and what they are working towards be produced and circulated. It was agreed that good communication is the key issue.
- 1578.10 DS requested that TL advises him of the next meaningful SDP meeting. GR asked whether all members of the board should be advised of the dates of all sub-committee meetings. Committees were requested to advise the office when and where meetings will be held in order that TL can publish the dates.
- 1578.11 Funds release proposal:
SDP requested the retrospective release of funds for the SDP project from inception to conclusion of the RIBA Stage 4 (to tender stage, RIBA Stage 5 is construction stage) to include all professional, investigatory, legal and incidental expenditure incurred and committed to date, totalling £294,348.

Proposed: TK; Seconded: DN. In favour: 13; Against: 0; Abstention: 1 (MS)

1579 NEW MEMBERS LISTING

- 1579.1 KH noted that resignations, non-renewals and lapses had now occurred.
- 1579.2 DS stated that historically we attracted new members with the Open Day. HF confirmed the date has been set for 23rd June but if the club is in the midst of a building site it will be changed. KH would like to understand why members are leaving.
- 1579.3 AT asked for age demographics and KH confirmed that the office had supplied these recently and currently the 70-80 range is the biggest section. KH would like each section to consider their own areas and what they could bring to a club plan to move forward.

1579.4 HF noted that club night does not enjoy a good attendance from directors and this is not positive when new members are invited. A request was made for directors to attend club nights more frequently.

1579.5 TL stated that all member information is now on Harbour Assist. If a regular report is required, please give the office sufficient notice so that a report can be prepared and perhaps training for the director involved could be undertaken so they can obtain the information themselves. It was also requested that the specific requirements of the report are made clear.

Proposal for the new member's listing for January to be adopted:

Proposed KH. Seconded: HF.

In favour: Unanimous.

1580 CORRESPONDENCE

No correspondence has been received.

1581 ANY OTHER BUSINESS

1581.1 MS asked for a summary of external use of bar and event hire and would like to know the proportional spend at the bar and restaurant for members and non-members. DN added that SYC will shortly be discussing the contractual arrangements that are set up with Barco.

Action: House

1581.2 (i) SL raised an item that was in the Herald last week and asked who had sanctioned the opinion stated regarding a possible seaweed farm. She was unaware that the board had either discussed the matter or formed an objection.

1581.2 (ii) TL stated that the seaweed farm had put in two proposals. The first was put to the Board in August by way of an email as there were only 5 days given to respond and the Board did not sit during August. A response from all directors was requested.

1581.2 (iii) The Club considered the matter, met with the Port and put in an objection as a result of discussions. Developers revised proposals and came back around November when it was sent to Sailing Section for their consideration. It was decided that Sailing Section did not want anything changed and the objection remained from SYC and the Port.

1581.3 DS reported that he had attended Colin Gisby's 80th birthday party and it was a very successful event.

1581.4 MM asked what was happening about Wavelength. JB noted that she has kept requesting information about publication dates and TK confirmed that he has now sent in his report and will speak to the Editor about the current situation. MM offered his assistance.

Action: TK

1581.5 AT reported that an article about Prizegiving at SYC is now in Sussex Life and wondered if it could be linked to our website.

1581.6 DS asked if minutes are taken at all sub-committee meetings and whether they could all be published on the website. It was considered that a brief summary could be published.

1581.7 GR asked that directors attend the Commodore's Evening on Friday 25th January and to ensure that they engage with new members and not just each other.

There being no further business, the meeting closed at: 21.09 hrs

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

Terry Kinch, Commodore

21 January 2019

Date of Next Meeting: Monday 18th February 2019 in RER