

SUSSEX YACHT CLUB
MINUTES OF THE MEETING OF THE MAIN COMMITTEE
Held Monday 26th August 2020
Virtual Meeting Via Microsoft Teams

DRAFT

Item No	Item	Actioned By	When to do

The meeting commenced at: 19.32 hrs

Present:	Kevin Headon	KH	Commodore, Training Principal (Chair)
	Terry Kinch	TK	Vice Commodore
	David Nunn	DN	Rear Commodore, Hon. Treasurer
	Mark Sharp	MS	Rear Commodore Ashore
	Kevin Knight	KK	Director, Safety Boat Manager
	Des Silverson	DSi	Director, Dinghy Committee
	Sue Large	SL	Director, Acting Chair, House Committee
	David Carroll	DC	Director
	Russell Morrice	RM	Director
	Nicola Besag	NB	Director
	Tim Stevenson	TS	Director
	Simon Oates	SO	Director
	Zoe Fry	ZF	Director
	Alan Fry	AF	Director
	Tim Leigh	TL	Ex-officio, Secretary
	Agnes Bristow	AB	Ex-officio, Assistant Secretary
Apologies:	Ann Macey	AM	Director, House Committee
	John Pryke	JP	Director

Number Item

- 1815 The Commodore started the meeting and formally requested that those listening in declare themselves. The Commodore addressed that it was an exceptional meeting taking place and thanked those participants for joining the meeting and apologies were acknowledged.
- 1816 The Commodore clarified his stance on the status at SYC. KH expressed his disappointment and sadness directors felt unwelcome at the Club. KH acknowledged disagreements and debates were expected, it was unacceptable those wished to avoid the club.
- 1817 The Commodore confirmed MS had led SYC Operations with KH and the Flag Officer's full backing but was under the scrutiny of tonight's questioning. KH advised MS had worked within his remit but invited an independent group to review. KH advised the advert will be removed, and no contracts have changed, or interviews taken place or arranged. KH advised that 2020 had been a difficult year with Covid 19 and 2 major projects nearing completion and thanked TK and MS for their efforts to better SYC's facilities.
- 1818 The Commodore acknowledged normal communications had been disrupted and Microsoft Teams and online conferencing had kept the Club going. KH advised that staff furloughs had caused delays in production of minutes but advised that recordings were available to the

board and from September the 7-day production of minutes will resume along with action points from flag officers.

1819 KH advised that questions had been submitted prior to the meeting which will be discussed for the board and for subgroups to review. KH confirmed that focus is on the new clubhouse which could be ready in 6 weeks along with the membership review. KH advised that TK would be providing an update on progress of the new clubhouse as the final bill is unknown. KH also advised that MS, SL and the steward had been preparing for the new clubhouse opening before the closure of the old clubhouse with costings etc. guided by DN to be ready for September's meeting. KH advised that ZF had been preparing the new member offerings to be ready for September and the question of joining fees had also been raised as some thought these had been voted to be removed. KH confirmed he approved the July minutes.

1820 KH reminded those present the meeting was being recorded and the necessity for confidentiality and good conduct was reaffirmed along with a request for declaration of any conflict of interest before the item. TL summarised the agenda.

1821 **Update on Shoreham Development Project**

1821.1 TK provided an update regarding the Shoreham development project which he had not reported back to the board since June. TK acknowledged that any concerns were being taken through the due process. TK advised that a Special SDP meeting with the oversight committee taken place to discuss the handling of the situation, prolongation costs which TK advised was constructive and they were reassured by RLF that matters were being tracked, brought to Stirland's attention and processed.

1821.2 TK confirmed the definition of prolongation being the costs and effects of the extension of time within a contract and advised that Stirland's' prolongation costs had been minimal, and the figure was negotiable to be reduced to zero. TK advised the consultant team accepted no prolongation costs as site attendance has not occurred during lockdown therefore reducing costs. It was advised negotiations will take place for RLF's prolongation costs as their contracted work continued along with increased meetings and reports. TK confirmed RLF's prolongation costs would be calculated to the practical completion date with a reduction in the agreed fee of under 20%.

1821.3 TK advised a practical completion date of 21 September had been provided in July and windows had arrived and were being fitted. TK advised that he was pleased with the progress of the new clubhouse following his recent site visit on Monday and should any directors wish to view the site, they let TL know.

1821.4 TK advised he had met with RLF regarding VE cost variations and final account and they confirmed the how VE would affect completed works, e.g. design contracts, and if not done this would be accounted for. TK advised they were closer to a more accurate final account however there was work outstanding. TK advised questions on policy and arrangement would be covered later.

1821.5 SO thanked TK for the comprehensive update but advised that there was concern for the position of the finances and the final figure was needed. TK understood the frustration which had been ongoing for 18 months and advised he failed to understand RLF's process and logic for calculating VE. TK advised the predicted final account value was £3.249million which was verified by TL and another figure would be reported in a week. DN also confirmed that this figure was used in the report produced to the board. TK advised that the figure had a strong indication it would be

in SYC's direction however there was a possibility it be inaccurate but trusted the professional team. SO acknowledged TK and the team's work and effort and hoped the final figure would not be more than expected. TK confirmed due to fundraising ceasing, the final account would be more, but costs slightly mitigated as certain elements had not progressed. TK advised SYC would still get an exceptional clubhouse.

1822 Project Ashore Update

1822.1 MS provided an update regarding the progress of the ashore plan which was published to all directors and presented to the board in May, minuted and comments adopted.

1822.2 MS summarised the main actioned changes from the ashore plan such as the Barco's change of name to SYC Operations Limited, which would cover operation of the restaurant and boatyard, completed, and confirmed in June. The Ashore plan also included an open consideration, which will be fed into the evaluation process, for all directors to confer with relevant sections to submit expectations regarding SYC's level of service to support activities. **The Commodore asked for the following to be recorded within Confidential Minutes.**

1822.3 MS advised the updated version 3 of the Ashore Plan was provided to the Board in July which encompassed the feedback gathered. As a result, the new position of Operations Manager was proposed, who would be employed to administer and assist with day to day management, and unanimously passed by the board.

1822.4 MS advised an implementation process was agreed which would define and document the operating, administration, and financial relationship between SYC and SYC Operation. MS advised this was subject to budgeting by the Treasurer and to be reported back to the main board in September for deliberation. MS advised the proposal had been brought to the board in May. MS invited any questions.

1822.5 & 6 The Commodore asked for the following to be recorded within Confidential Minutes.

1822.7 SL thanked MS for the update and advised she had listened to the recording from July again and discussions indicated it was a good idea in principle however there was confusion around the impression that the board would be provided with thorough report including budget, role responsibilities etc. before any action. SL expressed concern that MS sought approval and agreement prior to producing a report to avoid wasting time. SL understood that the actions had been overseen by the Vice Commodore but questioned the creation of the implementation and oversight committee along with members. SL confirmed it was her understanding that the proposal had been agreed in principle for the board to approve. **The Commodore asked for the following to be recorded within Confidential Minutes.**

1822.8 TK advised that he and MS had met with TL to draft documents along with the Treasurer and the Commodore and that no one else came forward. SL asked if an oversight committee would be created and had any members been invited to join and TK advised that there had been no expression of interest. **The Commodore asked for the following to be recorded within Confidential Minutes.**

1822.9 NB advised that her recollection of the discussion of July's meeting matched SL's interpretation and recalled the budget being low for the position and the current

salary would not buy what the club requires. NB advised that she was not aware of the opportunity to join a group. MS advised that the proposal was explicitly made to the board that the position be created for the operations manager which was passed and actioned. It was supported the implementation process would be reported back to the board for September subject to the Treasurer's acceptance. **The Commodore asked for the following to be recorded within Confidential Minutes.**

1822.10 TK advised for the benefit of the newer directors that under Commodore Steve Vyse the HR Organisation AdastrA was appointed which was a positive and bold move for the Club. TK advised that AdastrA have been consulted in a correct and legal manner and their advice had been followed. KH invited any questions.

1822.11 RM thanked TK for the clarification and advised his recollection of the proposal was that a feasible study and proposal was expected for September and the misunderstanding was regrettable. TK recalled his experience with regard gaining information for feasibility studies was obtained by talking to people and RM advised he had not objected to consultation. It was advised concerns had been made over the decision making rather than the process.

1822.12 The Commodore asked for the following to be recorded within Confidential Minutes.

1822.13 ZF supported other board members opinions regarding the matter and advised that any of AF and ZF queries had been answered by individuals when raised. ZF also stated that she and AF were available to be part of any groups going forward which KH thanked them for their efforts.

1822.14 TS advised at present communications had been strained with the board unable to physically meet. TS advised he was in favour of the proposal but of the opinion that there would be more of a consultation period as advised by HR with a view a decision be made in September and also queried the opinion of the staff and any risk to employment. TS also questioned the "consultation process" referred to which indicated a legal process. MS advised the consultation process was a healthy 2-way conversation in a professional manner and not a set conversation but was optimistic that there would be a positive outcome for all parties. It was advised that the new role and seeing what is out there are separate and not intertwined and TS advised that the perception is that they are.

1822.15 The Commodore asked for the following to be recorded within Confidential Minutes.

1822.16 The Commodore thanked MS for his response and TS advised that he was in support in principle but expressed his concern over the perception, speed at which the proposal had progressed, and the anxiety created. TS hoped that following this meeting the board are together and moving forward.

1822.17 The Commodore asked for the following to be recorded within Confidential Minutes.

1822.18 The Commodore reiterated that it was the perception rather than the process, and MS had followed the guidance in relation to the proposal and lessons had been learnt. KH advised September will have more detail to ensure all directors have been understood and emphasised that this was under consultation and nothing else will be actioned. KH invited any other questions.

1822.19 The Commodore asked for the following to be recorded within Confidential Minutes.

1823 **Questions Submitted**

1823.1 RM suggested that instead of going through the questions as submitted that the questions be taken away by the appropriate section or subcommittees to address and respond in a paper to report back to the board in September's meeting. RM advised this would take pressure off TK and MS to respond now giving them time to prepare. KH asked if the board were happy for the suggestion to be proposed or would answers to specific questions be addressed now

1823.2 NB advised that she supported the suggestion and added that where older directors may know the process of joining committees, newer directors are not familiar with the process of joining an oversight committee etc. having not received any induction.

1823.3 ZF asked for clarification as to which directors are involved in which committees/subgroups which NB agreed that others were aware of what everyone was doing and the operation of the club.

1823.4 TL acknowledged ZF's raised hand and requested confirmation as to how the questions be dealt with following RM's suggestion. RM clarified the position stated above, not to disregard the questions but alleviate any pressure on MS and TK to respond immediately. ZF advised that any queries she had, TL has addressed in the first instance and then directed her to the appropriate person and also raised the matter that September's meeting would have added pressures e.g. membership and clubhouse.

1823.5 The Commodore was pleased to adopt the proposal that the list of submitted questions be taken away with a view to be reported at September's meeting.

Proposal: Questions as submitted on the list prior to the meeting will be taken away by the appropriate section/subcommittee to address and respond to within a paper to report to the board in September's meeting.

Proposed: Commodore; In favour: Unanimous

Against: 0; Abstention: 0

There being no further business, the meeting closed at: 20:52

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

Kevin Headon, Commodore

26.08.2020

Date of Next Meeting: Monday 21st September 2020 at 19.30 hours
Monday 19th October 2020 at 19.30 hours