

SUSSEX YACHT CLUB
MINUTES OF THE MEETING OF THE MAIN COMMITTEE
Held Monday 25th September 2017

DRAFT

The meeting commenced at: 20.07 hours

Summary of Actions

Item No	Item	Who	When	Status
1265.1	Matters Arising: LW produce a procedure for Directors to follow for purchasing outside office.	LW	October	
1265.2	Matters Arising: TK to bring in shower rail	TL/TK	October	
1265.3	Matters Arising: IB to find dates for centenary photo replication	IB	Immediate	
1265.5	Matters Arising: CASC numbers; DN to report numbers of forms completed	DN	October	
1267.5	SDP Proposal: Heads of Terms: TL to send copy to SL and DN; LW to check disclosure permission prior	TL/LW	Immediate	
1268.2	Epos Till: IB to check on number of readers that can be used	IB	Immediate	
1272.2	MMC/BMC: TL to send invitation of next meeting to KK	TL	Immediate	
1279.3	Training Section: KH to send dates of winter courses to HF	KH	Immediate	
1284.1	AOB: Picture: TL to write to owners on behalf of SV	TL	Immediate	
1284.3	AOB: TL to check previous Board minutes regarding e-cigarettes	TL	October	

Present:

Steve Vyse (Chair)	SV	Commodore, Chair Publicity & New Members
Terry Kinch	TK	Vice Commodore, Chair MMC, SDP & BMC Committees
Giles Weston	GW	Rear Commodore, Chair Bar & Catering Committee
Laurence Woodhams	LW	Rear Commodore, Hon. Treasurer
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
Sam Lippett	SL	Director, Sailing Section Captain
Tim Leigh	TL	Ex-officio, Secretary
Jenni Bignell	JB	Ex-officio, Assistant Secretary

Number Item

1264 MINUTES OF PREVIOUS MEETING

All agreed as a true summary.

Proposed: Commodore; In favour: 10; Against: 0; Abstention: GW, IB, DG, SL, SV

1265 MATTERS ARISING

1265.1 Finance

This item related to purchasing outside the office and KK was to discuss with LW so that LW could produce a procedure for the office to follow.

Action: LW

1265.2 Disability Shower

TK offered to bring in a disability shower rail.

Action: TL to remind TK

1265.3 Centenary Photo

IB to find some dates for end of October/beginning of November for photo to be done at The Schooner Inn. A request was made for 100% attendance.

Action: IB

1265.4 Finance/CASC & Renewal Letter

TL reported that this was completed.

1265.5 CASC – Collate Information

DN reported on the CASC survey to date. 137 responses have so far been received with 37% being paper copies. 58% of people have said they are doing 12 or more qualifying activities per year, which is positive. However, this only represents a 13% response to the 1043 papers that were sent out with the renewal letters. A further response is to be encouraged via the October issue of In the Wind.

Action: DN to report further in October

1265.6 Finance/Epos

Dealt with later in meeting.

1265.7 Harbour Assist

TL reported that DN was looking at the feasibility to use Harbour Assist for CASC status. No report available as yet.

1265.8 Confidential Matter

The matter has been concluded with the member concerned having an extension to their probationary period.

1265.9 House

IB reported on positive emails received.

1265.9 (i) SV reported that the Channel Sailing Club had dined at SYC on 16th September and gave a great report back regarding the organisation of their event and the meal. They intend to include SYC on their calendar for next year.

1265.9 (ii) DN reported that the pontoons on the same date worked really well and congratulated AM for her hard work. SL reported that there are plans to meet up with Channel Sailing Club in the Solent Rally next year.

1265.9 (iii) David Daniels, Policy & Planning Support Officer for Southdowns Society, sent an email expressing appreciation to the office and restaurant for the smooth operation of their event.

1265.9 (iv) Tony sent an email to express thanks for the hard work involved in the surprise birthday party that was put on for his father.

- 1265.9 (v) Jenny Camp reported via Facebook that she was happy with a baby shower evening that was held at short notice in the restaurant.
- 1265.9 (vi) Martin Gibson had a function on 3rd June and said all the bar staff were warm, smiling and friendly, and the food was very good.
- 1265.9 (vii) It was noted that all feedback was positive and glowing except one misunderstanding regarding a drink spilled by a member and a broken glass and this had been speedily resolved with the member concerned.

1266 AGM Matters

1266.1 TL reported that now a little time has passed, some members might start to talk about a new Admiral and the Board should be ready to answer that question.

1266.2 Derek Copeman, the most senior Vice President, has confirmed that he is willing to be nominated by the Board as President. He is now back in the country and it was noted that he had previously worked in the construction industry and that this may be useful as the club enters a phase of building and change.

1266.3 Existing Vice Presidents, Dave Ramus and Alan Saunders, have both confirmed they are prepared to be elected and SV has indicated that he is happy to have his name put forward should the Board wish to do so.

1266.4 TL recorded that if Directors are proposing to stand as a Flag Officer they must resign as a Director in order to stand. At the time of submitting the nomination for a Flag Officer position, a letter or email must be received confirming the intention to stand down at the AGM as a Director.

1266.5 If a Director standing for a Flag Officer fails in their bid to become a Flag Officer, the Board can choose to second that Director back on to the Board as a Director, but only until the next AGM when they must stand for election again. This is the only way in which the Board may have more than 12 ordinary Directors.

1266.6 One third of the ordinary Directors, ie 4, must resign and rotate each year. If any Directors are proposing to stand down and not stand again, TL requested that they advise TL, Commodore and Commodore Elect of their plans in order that arrangements can be made to keep a full complement of Directors.

1266.7 If no Directors are planning to resign, then the four longest standing Directors must resign and offer themselves for re-election. TL confirmed that at least one Director is planning to stand down in order to stand as a Flag Officer and therefore another 3 may need to rotate. Currently the longest standing director is GR (2014), then NP, DS and DG (2015) of whom one, two or all three may need to rotate.

1266.8 If agreement cannot be reached about rotation, a straw poll will be held at the October Board meeting.

1266.9 Nomination forms have been circulated to the Board and will be available to download from the website from 1st October. If standing for Flag Officer, it was requested that the Director state whether it is as Commodore, Rear Commodore, Vice Commodore or Treasurer, and the forms must be handed in between 1st and 31st October.

1266.10 DN proffered a formality point for the AGM. He stated that the letter from the auditors sets out the scope of their audit, which appears to be completely standard. One point was requested to be recorded in the Minutes:

Not only will they look at things that they feel they should look at, but they will also take into account the views of the Board in any way they are to direct the audit to any areas which the Board may consider to be of risk. In summary, if the Board feels there are any areas of risk in the accounts that would not be picked up by normal events, they must direct the auditors to look at that. LW advised that previously bad debts and fixed assets had been looked at with greater scrutiny.

1266.11 SV asked how DN felt about auditors. It was confirmed that a review was made last year but it was considered cheaper to stay with the current auditors. DN felt this year is going to have a lot of changes, and he will talk to them and review how things are after the imminent audit. LW confirmed that following the review last year another review is not anticipated for 3 years.

1266.12 TL noted that the insurance is being reviewed this year after 3 years.

1267 SDP Proposal

1267.1 A proposal document had been distributed to the Board and TK asked for members to express their views.

1267.2 HF asked if the club would receive the money from the sale of land in order to start the project, or if there would be a bridged situation. TK confirmed it is a phased release with the money being held safely so as the project progresses it would be back to back with our obligations.

1267.3 TK confirmed that the club will potentially be spending more than it receives because they are going for some betterment in the project and the club has to be in a position to pay for its betterment as it progresses.

1267.4 SV asked about the Heads of Terms documents which will form the basis of the agreement and asked if a copy could be circulated to the Board. TK said it is not inappropriate but there is likely to be one more revision. Basically the Club has to ratify whether it wishes to sell the land after which there will then be one more revision on Heads of Terms before it goes to a contract position.

1267.5 SDP is made up with a fairly large representation from the Board. Whilst there is no objection to circulation, there is no wish to re-write Heads of Terms at this stage. The document is lengthy and LW felt there may be also a disclosure clause in it regarding confidentiality. It may need to have a caveat to disclose and LW will check. SL and DN said they would like to read it and TL will forward a copy of Version 2 to them as it is substantively correct.

Action: TL to send copies; LW to first check for disclosure clause

1267.6 TK confirmed that by moving to a lump sum offer, there are elements of the current Heads of Terms that will be removed.

1267.7 SL asked about access to the site, and TK confirmed that the Heads of Terms states that SYC will be consulted and have input on the access arrangements to the site, and confirmed that they must be maintained at all times. The negotiation point is about where the entrance will be sited. The Club would like it moved slightly to give better access to the slip and better balance to the site, but this has not yet been agreed. There will be no deterioration in the access.

1267.8 It was confirmed that flood defence gates would be fitted, and the Environment Agency would be responsible for their closure at times of risk.

1267.9 NP expressed concern that the proposal read that SYC are responsible for all fees incurred from the date of signing, but no figure was shown. TL stated that a ballpark figure of costs is about 10% of the total project cost, ie £300,000 less £67,000 that has already been spent, and that the £4m includes this. TK stated that the only fees due to come in before we sign is a sum in the region of £25,000 for architects and Gerald Eve, and these are only SYC fees for construction and not Council fees. The Heads of Terms requires the completion of the contract conditional on all permissions having been granted.

1267.10 It was confirmed that the current document was for the Board only to consider and not for membership release.

1267.11 LW asked if SYC have formally rescinded their rights post 28th February under the letter of undertaking. This has not happened and it was confirmed that it is therefore still in force. A capped figure of £100,000 still stands, and therefore technically if the approach to the members fails and we don't enter into contract, we can claim.

1267.12 Once the proposal to go to the members is approved by the Board, and the Heads of Terms are finalised, the letter of undertaking and the cap will be rescinded.

1267.13 DN wished consideration be given as to how to inform members. It would be sensible to have to hand a cash position for the club as per the audited accounts at the end of September, showing what a normal years trading would produce in cash terms, and the other projects, so there is something definite as a reference point should questions be received. TK stated it is about nailing down the annual saving of not having the current building in comparison to having a new one in terms of maintenance and the upcoming refurbishments and renewals in the next 5 year plan, ie kitchen and bathroom refits, which can cost £20,000 - £30,000 at a time. LW also reminded the room that the asbestos roof would need replacement if the building remained and this would be costly and disruptive.

1267.14 LW further stated that the Southwick mooring development will probably take place in winter 2017/2018, and although budgeted for, it will be important to consider the cash flow situation for both projects.

1267.15 It was confirmed that the new building will be complete and ready for use before old building is demolished and therefore function bookings will be safeguarded. TK stated however that all bookings would be advised about construction works in case they prefer to cancel.

Proposal: The SDP committee ask the Board to consider and vote on the calling of a General Meeting on 4th November 2017 with the specific aim of requesting Member approval by formal ballot to the resolution:

The Board of Directors of Sussex Yacht Club Ltd resolve to sell a strip of land along its frontage with the A259 Brighton Road, not to exceed 3.5m in width overall, to allow the local authority to erect a flood defence wall and new pavement with maintained access to the existing Sussex Yacht Club site. The sale price of the land will be £3.3 million pounds.

Proposed: TK; Seconded: SV; In favour: Unanimous

1267.16 TK reminded the Board that the SDP committee requires skill sets useful to the committee and an invitation was extended to help with SDP. Meetings will be held on Monday evenings at 19.00.

1267.17 The Commodore requested that all Directors should attend on 4th November at the General Meeting at 10.00. Sailing and Dinghy Sections' racing scheduled for 4th November will rescheduled by one week.

1267.18 Questions from members for the General Meeting will need to be received one week in advance, by 14.00 on Friday 27th October.

1267.19 TL confirmed that the General Meeting will be advertised and tied in with the next issue of Wavelength due to be issued on 5th October.

1267.20 The current drawings may be included in Wavelength provided they are clearly marked as provisional/conceptual.

1267.21 DN asked that the Board meeting minutes should be published up to date on the website before the GM as they are currently out of date.

1267.22 TL stated that fire precautions will be reintroduced on the day and Fire Marshalls were requested for the day. A small team, led by the President, will also be required to count votes.

1268 Funds Release – Bar Till Software

1268.1 IB has been liaising with Just Touch about the viability of using key fobs in place of membership cards and confirmed this can be done. Two hours of technical help will be required (which is chargeable). This means that membership cards and printer will not be required which reduces the overall price by just under £1,000. All information can be stored on key fobs.

1268.2 LW requested that 2-3 remote readers be budgeted for to be left on the bar. IB stated that readers are £125 each plus installation and IB will research how many can be used on the system.

Action: IB

1268.3 DN raised concern that membership data will be held in Harbour Assist (as yet uninstalled and unknown), and duplicated in the till, and both will need to be maintained. DN said he would prefer to have Harbour Assist installed first. TK confirmed that Harbour Assist will be the primary membership database, and the till will be a way of billing members for a different charge rate for their beer.

1268.4 TL reminded the Board that in June they asked for a detailed implementation plan before the fund release is considered. SV expressed frustration at the time it was taking to tie up details and suggested that the board trusts House and Barco to ensure a seamless delivery with no further delay.

1268.5 TL asked how many man hours of office time will be required regarding the installation. IB stated the main training will be with NS, and only require about 2 man hours from office staff. LW added that the full membership database will have to be extracted and in addition a CSV dump and a reconciliation of the two databases which would be a maximum of a day's work and needs to be budgeted for.

1268.6 IB confirmed that once the deposit is paid, the date for training will be agreed, and then a 'go-live' date will be offered.

1268.7 TL asked about photographs and IB stated that a photo will be taken at the till and stored on the till when they first use their fob; the image can then be read in future on the till to verify each fob is being presented by the correct person.

1268.8 DN asked who pays for the system and LW replied that the club would be purchasing it. It was noted however that if Barco were to buy it, the VAT could be claimed back. In order

for Barco to purchase the till, the club would have to provide funds for Barco to do so.

1268.9 LW mooted the idea that consideration may be given at a future meeting for moving all hospitality costs to Barco, and agreeing a funding in that respect, in order to claim VAT back.

1268.10 DN expressed concern regarding the CASC status of funding/subsidising a company that is not a sports activity body.

1268.11 LW stated that if Barco were to purchase the till then SYC will underwrite that in addition to any funding that has been previously agreed. The VAT in this transaction equates to £400.

Proposal to subsidise Barco with £3,000 from SYC in order to facilitate the purchase of a till system as previously discussed, proposed with the amendment of and inclusion of the RFI facility.

Proposed by IB; Seconded by KK; In favour: 13; Abstention: 1 DN

1269 Open Day – Report and Review

1269.1 Ann Macey produced a report on Open Day which was read to the Board.

1269.2 Congratulations were given by the Board to HF and AM for all their hard work.

1269.3 The next Open Day is booked for Saturday 11th August 2018 when high tide is at midday. GR raised the question of the potential building site being present at that time, but the impact of such will be considered nearer the time.

1269.4 The number of new members were discussed in comparison with previous Open Days and it was considered it was comparable to the those attained some years ago.

1269.5 AM stated that she was concerned that paid staff who are asked to work on their day off are being expected to do it for no financial return. TL stated that historically staff have never sought payment for Open Day attendance.

1270 Volunteer Directory

SV gave thanks to HF for her hard work. The Directory has been passed to SV to look at and he will endeavour to get it on line before the next meeting.

1271 SDP

It was felt there was no more to discuss following earlier coverage.

1272 MMC/BMC

1272.1 TK reported that matters are mostly dormant at the moment. Marina designs are moving forward for Southwick. The first provisional designs are in and now waiting for costings after which a meeting with the port and riverside will take place to see if there is potential for a joint scheme to go forward.

1272.2 KK reported that he had recently worked with the Boatswain's team to sort out the yard and would like to attend future meetings in order to help with layout before Winter layup. TL will advise KK of meeting date and invite him.

Action: TL

1272.3 SL stated that numbers are down regarding boats participating in sailing and the Southwick project has to move on quickly to boost sailing activities. TK confirmed that the plan is to create more 10m - 12m moorings and to reduce small boat moorings.

1272.4 HF stated that three boats have recently been out due to the new crewing register, and hopefully as the register becomes more comprehensive it will further improve the situation. SL noted that there are just not as many boats going out and about and that last weekend there were twice as many students wanting to sail than there was space to accommodate them.

1273 Staffing

1273.1 GW, TK and SV met with the staff earlier in the day for a follow up from the February meeting which was reported to the Board in June. TK reported that most issues revolved around a single issue based around pay review; the salary increase which has been awarded and the process for individual pay reviews. All staff will be participating in a role review appraisal with a deadline set for the end of November. A Payroll Committee, to be made up of a minimum of 3 Flag Officers, will then consider the appraisals and agree a pay adjustment for each individual member of staff if deemed appropriate.

1274 Marketing

1274.1 The New Members Listing was discussed. HF confirmed that JB sends a list of all new members and they are contacted and invited to come to Club Night. New members have also been invited to the Commodore's party on 26th October.

1274.2 Discussion was held around wearing less formal clothing at the Commodore's reception as befits a community amateur sports club. SV said that traditionally it was Cowes Rig but it was agreed that smart casual dress is fine. An item will be put into In the Wind which will indicate the same.

Proposal to accept the New Members List:

Proposed: HF; Seconded: SV; In favour: Unanimous

1275 Royal Escape Race

SV did not wish to discuss Royal Escape Race but confirmed it is his intention to continue looking after it in 2018 after he stands down as Commodore.

1276 Barco

1276.1 GW presented a brief outline on finances and stated that in July Barco broadly made money, in August Barco lost money (due to cancelled wedding), and September is looking good.

1276.2 SV reported that the Glitter Ball event that is to be held at SYC for Beach Dreams sold out of tickets in 2 days. Feedback indicated that last year it was held elsewhere and was not good. NS feels that this could be a record night for the bar.

1276.3 The ukele group who practice/perform at The Wellington have approached the Club through the Steward to see if SYC might provide an alternative venue for them. They are requesting a monthly Tuesday night session with circa 60-80 ukele players and fans attending. SV asked how the Board felt about welcoming non-members to the club, once a month on a Tuesday night. It was considered that it could be trialled and noted that there are currently around three members in the bar on a Tuesday evening. The income to the club would be through the bar takings as they would not be charged a hire fee.

1276.4 A show of hands was requested about whether the Board felt comfortable about welcoming in the ukele non-member group who are not paying a fee for the room on a trial basis.

In favour: 15; Abstention: 1 LW

1277 Sailing Section

SL stated she is working on the calendar.

1278 Dinghy Section

KH reported that August was quite quiet but confirmed that the Dinghy Section undertook the Black Rock race this year.

1279 Training Section

1279.1 KH reported that training has been very busy. All courses have run and some at full capacity.

1279.2 There was an incident this weekend as a band was practicing while two courses were running. KH stated that a course cannot run here if a band is playing in the afternoon and that this must be checked to ensure it does not happen. SV made it clear that if a group were booked to play at a social function they cannot treat SYC as a free practice area and that only brief sound checks prior to the gig would be allowed (Note: Steward must be advised of this).

1279.3 Winter course bookings are slightly longer this year and the bookings are quite strong. HF asked if the dates are on the website and KH will ensure the dates are sent to HF.

Action: KH/HF

1280 Sailability

1280.1 TG reported they had a successful fed week. Sailability is getting a good reputation for their presence at these events.

1280.2 KH and KK are investigating the purchase of a new rib for Sailability to replace the pioneer.

1281 House

1281.1 HF had not checked the Comments Book and could not report on anything therein.

1281.2 HF reported she had given permission to NS to buy jugs, cups and saucers, and the plates are looking tired. She expressed concern however that she does not know how much is available in the budget. HF and IB both stated they had asked LW about the budget but had not got a response. NS will be encouraged to ask TL in future.

1282 Sailing Through History

DS reported that he had nothing material to report.

1283 Correspondence

David Mercer has owned the historic yacht 'Pactolus' for 45 years and is now putting it on the market. He wished to make the Club aware in case someone was interested and it could stay within the club.

1284 Any Other Business

1284.1 TL reported that an original painting of Stows Gap has been donated. It has been hanging in the owners' home but they have given it back to the club whilst they are able to remember the club's site. It is wrapped up and at some point the Board need to decide whether to hang or store it. SV requested a letter of thanks be compiled.

Action: TL to write

1284.2 IB recommended that the Marlipins exhibition is well worth a visit at present with many interesting pictures and photographs.

1284.3 DT stated he has had a number of members approach him about e-cigarettes in the club and requested that this be discussed at another meeting once the previous minutes have been checked. It was felt that this had been previously debated and a vote had been taken. This will be brought back to discuss at the next meeting.

Action: TL

There being no further business, the meeting closed at: 21.50 hrs

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

Commodore

23 October 2017

Date of Next Meeting: Monday 23rd October 2017 RER 2000 Shoreham
Monday 20th November 2017 RER 2000 Shoreham