

# Royal Temple Yacht Club Limited

Minutes of the Annual General Meeting held on 27 January 2019 @ 11.30 a.m.

The Commodore Andrew Beaumont-Hope welcomed all members who attended the first Annual General Meeting of the Royal Temple Yacht Club Limited.

## 1 Apologies

Judy Pearson; John Hurn; Lucy Dames; Chris Denby; Mike Wallis; Hugh & Brenda Cripps  
Polly Coburn; Peter & Judith Jackson; Dr Chris Brearley; Roy & Mary Fomison  
Sue & Tommy Foster; Piers Hodges; Rev John and Meg Chater; David & Pamela Bleazard  
Paul Woodward; Davena and Roger Green; Matt Green; Jo Brand; Judy Pearson; Don & Mandy Gray;  
Derek & Jo Mallett; Kym & Heather Leatt; Eric & Sally Ball; Deborah Thomas; John Nelson; Valerie  
Oates; Ian & Myra McDonald; Michael Bennett

## 2 To approve the Minutes of the previous Annual General Meeting held on Sunday 25 February 2018

The Minutes of the meeting held on Sunday 25 February 2018 were agreed. Proposed by Frank Martin and Seconded by Stuart Carter. Carried Unanimously.

## 3 To consider matters arising therefrom. None

## 4 The Commodore introduced the Members who are standing for election as Officers and Committee

## 5 To elect in accordance with Rule 5 the Officers of the Club, as enumerated in Rule 3, to serve for the coming year.

The following Officers were unopposed:

Commodore, Andrew Beaumont-Hope; Vice Commodore: David Parish; Honorary Secretary: Elizabeth Anderson; Rear Commodore Sail: Matt Green; Rear Commodore Cruiser: Martin Morgans; Honorary Treasurer, John Adkin; Honorary House Officer, Judy Pearson

## 6 To elect in accordance with Rule 5 the Non-Executive Directors of the Club to serve for the coming year. (Articles of Association 14.3.3 refer)

There were four contenders for the three positions of Non-Executive Directors; John Barrett; Mike Brand; Roger Green; Frank Martin.

Following a vote by the membership:

John Barrett, Mike Brand and Frank Martin were elected as Non-Executive Directors of the Club.

## 7 To elect in accordance with Rule 5 a General Committee to serve for the coming year.

The following were unopposed:

Terry Adams, Stuart Carter, Nigel Collingwood, Karen Cox, Julie Rook, Anne Peers, Tim Sperryn

## 8 To receive reports from the Commodore, Vice Commodore, Rear Commodore Cruisers, Rear Commodore Sail, Honorary Secretary, Honorary House Officer, and Navigation School.

Questions were invited. None received.

**9 To receive the Annual Report and Unaudited Financial Statements for the period 27 July 2017 to 30 September 2018 together with the report of the Honorary Treasurer and to approve the same**

The Honorary Treasurer gave a verbal update on the accounts.

The Honorary Treasurer then requested the meeting to approve the Accounts. Proposed by David Parish and Seconded by Martin Morgans. Carried Unanimously.

**10 To appoint Dudley Gore & Co as the Club's Accountants.**

The Honorary Treasurer requested the meeting to approve the appointment of Dudley Gore & Company as the Club's Accountants. Proposed by Brian Martin and Seconded by Dick Smith. Carried Unanimously.

**11 Annual Membership Subscription 2019/2020: To devolve responsibility to the General Committee the determination of the Annual Membership Subscription for 2019/2020.**

The Honorary Treasurer requested the meeting to devolve to the General Committee discretionary authority to raise the 2019/2020 membership subscription by an amount deemed by the Committee to be appropriate to secure the continued financial security of the Club, if such an increase is deemed necessary. Proposed by Karen Cox and Seconded by Terry Adams. Carried Unanimously

**12 Resolution: That the revised Rules, dated 5 December 2018 published on line and the revisions circulated to members be adopted by the Club.**

The Commodore requested the meeting to approve the revised Rules dated 5 December 2018. Proposed by John Barrett and Seconded by Stuart Carter. Carried Unanimously

**13 Any Other Business allowed by the Chair**

- The Commodore read an email received from Martin Morgans to the meeting. Martin Morgans had suggested a Rule Change to the Selection and voting process of the Honorary Secretary referring to the fact that the role is now Honorary Secretary and Company Secretary and that one of the roles is the delivery of censure on behalf of the Company which can impact on the way the person in the role is treated. The Company Secretary role is not a role which is elected. The Honorary Secretary stated that at present the role can be managed but that there will need to be a review of this position. Frank Martin asked whether the delivery of censure should be dealt with by another Officer. The Honorary Secretary responded that this role sits more appropriately with the Honorary Secretary whose daily commitment to the position has necessarily increased in recent years and that if support was required this is obtained from senior officers of the Club.
- It is also noted that in the past the Trustees' position protected the interests of the Club and the Non-Executive Directors now fulfil this role. Following a full year of RTYC becoming a Company Limited by Guarantee, it is not thought appropriate that all three non-executive positions should come up for election every year and that there should be a three yearly rolling election for one position. Frank Martin felt that the situation was covered in the Articles of Association, but he was happy to come to the Committee meeting to discuss this. Following general discussion, it was agreed that these matters would be further reviewed by the General Committee and if an alteration to the Articles of Association is deemed necessary these changes would be presented to the membership at an OGM.
- John Barrett raised the issue that one Officer of the Club has not attended any meetings during the past year and has not been available for on and off the water questions, it has been difficult at times to get decisions not only about club sailing but visitors. John Barrett also asked why the Commodore has allowed this situation to happen again this year. The Commodore responded that the officer was originally going to be away for 6 months and he initially intended to attend meetings, unfortunately this did not happen, and a representative was then co-opted onto the Committee to deal with day to day issues on behalf of the Officer. We are fully aware of the situation and were dealing with it and as no one stood for the position against the present incumbent this year we accepted the nomination. It is hoped that the Officer will be back mid-June this year. Denys Tweddell stated that within the company rules if a Director does not attend at least three meetings within a 12-month period he is no longer eligible to be a Director. Each director should attend or

be given permission to be absent. Paul Russell stated that we should offer some sort of video conferencing at the General Committee meetings. He stated he would stand for committee if this was on offer. Terry Adams stated that this is offered for sailing committee meetings.

- Denys Tweddell requested that all the AGM paperwork be available prior to the AGM and asked if there could be a year on year comparison for the accounts. Denys Tweddell was advised that all the paperwork was sent out in a timely manner and that as this is the first year of the Company Accounts it was not possible to do a comparison year on year. The Commodore asked the meeting if they had received AGM paperwork and those members present confirmed that it had been received. The Honorary Secretary stated that all paperwork had been send out in accordance with AGM timescales.

#### **14 To Announce the result of the Votes for the position of Directors**

The Commodore announced the result of the vote and thanked the members for attending the AGM. He welcomed new and old committee members and thanked the counting staff and the adjudicator, Tony Peers for overseeing the counting of the votes.

The Commodore then declared the meeting closed.

John Barrett congratulated the Commodore, Officers and General Committee on the way they have run the Club during the year and the way they have looked after the building.

**The meeting closed at: 11.50**

EA/27/1/19