



ANNUAL GENERAL MEETING
Monday 7th December 2020 8pm via Zoom Webinar

MINUTES

Attendees:

Mike Burden, Mike Huxley, Sue Gardner, Rob Houston, Peter Rankin, Steve Taylor, Chris Rowe, Dick Grillo, Rob Mitchell, Chris Hill, Dan Torjussen-Proctor, John Hines, Adrian Voller, Peter Bergman, John Allen along with Board Members : Joe Kelly, Bric Tyson, Duncan Heyes, Nick Taft, Jason McEachran, Darren O'Reilly, Chris Alder, Karen Seymour

- 1. Welcome and Apologies.** Karen officially opened the meeting with a thank you to all who attended this unusual AGM format. She described that under the current covid restrictions, a remote meeting was the only option and asked for everyone to bear with us. The meeting was recorded and would involve 2 polls. All documents relating to the meeting were circulated in advance and are available on the clubs website under the Members Area.
Apologies were received from Tom Hughes, Peter Cobbett, John Moir and Giles Bedloe.
- 2. Minutes from Last meeting.** The first poll to request the approval of the previous meetings minutes was launched. Mike Huxley, Rob Houston, Peter Rankin, Steve Taylor, Dick Grillo, Chris Hill, Dan T-P, Peter Bergman and John Allen all accepted the Minutes on behalf of the members and this was seconded by John Hines.
- 3. To receive from the Board a report of the activities of the Club since the previous annual general meeting;** Reports from the Chairman, Director of Rugby and the Treasurer were circulated in advance of the meeting and questions arising were received – these will be covered later in the meeting.
- 4. To receive from the Board the Club's accounts;** These were circulated in advance and questions arising will be covered later.
- 5. To appoint the Club's accountants for the coming year via a vote.** The second poll was launched to vote for the reappointment of RSM as the Club's Accountants. Mike Huxley, Rob Houston, Chris Rowe, Dick Grillo, Chris Hill, Dan T-P, John Hines, Adrian Voller, Peter Bergman and John Allen all voted for this action.

6. To announce the election (as appropriate) of the Chairman, Secretary, President, and the Elected Directors to be appointed in accordance with the Articles;

Nominations were received and seconded for the following posts which were unopposed. In accordance with the Articles, they were appointed.

President	Bric Tyson
Chairman	Joe Kelly
Secretary	Karen Seymour
Treasurer	Nick Taft
Operations Director	Jason McEachran
Director of Sports	Chris Alder
Commercial Director	Darren O'Reilly

7. To transact such other business as may be brought before it (including without limitation the appointment of Life Members (in recognition of outstanding contribution or long service to the Club

There were no any other business items submitted for inclusion ahead of the meeting.

8. Questions arising from Chairman's report

Joe ran through the main part of his report once more before turning to questions:

From John Allen

Recognising that 2020 has been a major disturbance for all and as a Board etc you have done extremely well to keep things up and running I would ask, given the original intention to make the club sustainable in its own right, how much do you believe this year has set us back in our plans?

I believe that this situation will not set us back. Clearly this year has been incredibly challenging as we are in the middle of a pandemic and are working hard to get through it, but the bottom line is the club is sustainable. The aim is still to be loan free by our centenary year except for the £100k RFU loan, which completes in 2027. However, I can't tell you exactly how we will fare at the end of this, but we will come out positively. This is in part due to the quick action we took in March and April to shut things down as quickly and effectively as possible. We have taken advantage of all available grants and other funds on offer and we have made 3 years of debt payments.

From Peter Rankin

While it is welcome to see the intention to invest to enable us to provide better offerings for events, festivals etc it is disappointing and worrying that there is no mention, in any of the reports provided, of the forth coming Club Centenary or any indication of concrete / meaningful planning to mark this milestone. Can the Board advise who on the Board will take the lead on this, what plans have been put in place to involve / embrace and receive contributions from all sections for feedback on what Centenary celebration functions should be held, and what has been accrued / budgeted to support same?

This is a topic very dear to members and the boards heart and is extremely important but first and foremost, we are in the middle of this pandemic. We cannot put money aside for our Centenary Celebrations right now when we are prioritizing the Clubs

survival. That said, once we are through this, all board members will be focused on our Clubs Centenary celebrations.

9. Questions arising from Treasurer's report

From John Hines

I note that you have restructured some of the Loan Notes and taken a new loan and would like to have a closer understanding / explanation of what has been done. Also, can you please confirm despite the financial pressures we (GRFC) are on track with our repayments to the Rugby Football Foundation on our interest free loan.

The loans were restructured 4 years ago, and not again more recently. The focus is to become debt free. The £50k Government bounce back loan is interest free and sitting in a separate account. We have until June to use it or repay it, penalty free so its really there as a buffer should the need arise which we hope it will not.

The £100k loan is one we are making regular repayments too, over 15 years with £6.5k per year due to complete in 2027.

From John Allen

I understand that these are high level accounts and as such are a little light on low level detail etc and very much 'enhanced' by the value of our major assets. I believe that they show that the club and its limited companies are financial positive with profit of around £16k (£24 and -£8) across the two organisations. Is that correct? Are we 'viable'?

Yes, we are. Duncan and Liz have put together very detailed cash flows for the remainder of our year to June which shows that we will break even. These are our statutory accounts, compiled by Liz and audited by RSM are top level and comprise the basic HMRC requirements.

On the Broadwater Pavilion Accounts:-

- I can easily see why we may have £35k worth of creditors but who owes us £38k? That's a lot of money.

There are £13k of debtors here plus a £25k intercompany balance.

- what security have we put up against the £50k Bank 'loan'?

No security offered as this is the Govt bounce back loan.

- Is the 'Related Party Recharge' (£95k) a cross payment to the Sports Club?

There is an intercompany charge between BPL and BSCL for the running of the club – approx. £200k per year

On the Broadwater Sports Club Accounts:-

- Do I assume that the Creditors (£119k) are mostly repayments of original loans? If not then who are they?

c£61k loan repayments due within a year, plus the RFU loan repayments of £6.5k mentioned above. £2k deferred income, £18k accruals, £6.5k segregated accounts which are funds allocated for the age groups plus £25k intercompany transaction.

- The breakdown of the Administration Expenses seems a little light for a sum of £238k?

BPL is the commercial entity for HMRC and the breakdown includes staff salaries and contractors all involved in the running of BPL.

Club Structure

BPL is a commercial subsidiary of BSCL and it donates its profits to BSCL at year end.

From Dan T-P

Given the high percentage of our cost base relating to staff salary and associated costs, could the Board offer some more detail on who is employed by the club, what the salaries are and how we measure the return on the investment (this third point appropriate for some but not all staff I guess)

The club has 3 areas of staff costs:

Rugby – we pay for physio and various coaching costs

Facilities Management – Adrian, Groundscare and our bookkeeper

Commercial – Events Management – bar management team and sponsorship coordination

One permanent member of staff, which is Adrian. Most other staff are all 3rd party contracts. The Bar Management staff are on zero hour contracts. We have renegotiated contracts where necessary immediately and made full use of the Furlough scheme.

Special thanks must go to Adrian who has been immensely helpful in being adapting to the necessary changes throughout this process.

The addition of Sally Iddles to the board of BPL has and will be incredibly positive in growing our commercial activities when permitted. This in turn as we have already said, transfers profits to BSCL to support the rugby playing side of the business. Clearly this aspect has been decimated this year due to the pandemic, but we have several plans to help rebuild this in due course.

For now, we are managing the commercial side on a day by day, week by week basis

10. Questions arising from Director of Rugby's report

From John Allen - Our aim has always been Rugby for all across all ages, genders, abilities etc. Given the difficulties of this year in the attendance and playing side what effect do you believe this will have on our ability to attract / keep members and build our team numbers across all aspects of the playing side?

Clearly all sports have been hugely affected this year and rugby is no different. The RFU have put out a large amount of comms to keep us updated of the guidelines.

Its all about a positive experience from the early years (Micros and Grizzles) and their journey through the club. We have an excellent gym and brilliant physios in Brett and Rob before him. The kit supply is great and Topper has done a superb job here.

Sunday mornings have shown the great community experience from the large numbers of Juniors enjoying their rugby, having a coffee/bacon roll from Scrumptious afterwards alongside the oil drum fire pits showing we've adapted to the current restrictions as best we can. The introduction of Lucy Packer training the Grizzles has had a massive impact on this section and we've tried to address issues as they arise. The senior club has seen a lack of certainty with the current situation which continues to be the case. There are many more conversations to have regarding the Senior game and what that will look like for the remainder of this season and heading into next.

The creation of the SMC has been a great improvement in comms and experience, linking all areas of the Senior club together and also across the other sections. In general, club comms have improved immensely.

Linked In – this was created to help young people with job opportunities that other club members may have.

Colts U17s can play in Seniors post Christmas due to the adapted rules, thereby building links between Youth and Seniors which will be invaluable moving forwards.

Return to Rugby, post Christmas under revised guidelines is scheduled for after Christmas dependant on where we are with the pandemic at that point. There's lots to look forward to and still there is much work to be done to keep us being seen as a go to club.

Raffle and Auction will be drawn on Saturday 19th December. We are also collecting non perishable goods to distribute to Godalming Food Bank and working with local schools to identify and help local families who are struggling during this pandemic – this is a key part of the club ethos in that we are a community club, helping the community.

Joe, Duncan, Nick and Chris all commented that if there were any follow up questions they would be very happy to address these. They can be reached on email

11. Croquet Club report. This report, along with all of the other reports and details was circulated ahead of the meeting for all members information and can be found on the GRFC website under Members Area. Thank you for its submission.

12. AOB

There were no items of AOB submitted and so Karen thanked everyone for their time in attending this meeting. The meeting was closed at 20.50.