

Annual General Meeting 2019 - Report to Members

Dear Members,

The Chair of the Board of Trustees and the Commodore present this summary of the Club's recent Annual General Meeting (AGM) for your information. Please address any questions, requests for clarification, or suggestions to the Board Sec: reycboardsec@gmail.com.

INTRODUCTION

The Club AGM for 2019 was held on Fri 4 Oct 19 at Hornet Services Sailing Club. It was attended by 25 Full (voting) Members and one Honorary Member, and together with 12 proxy votes exceeded the quorum of 18. The Chair of the Board of Trustees, Brig (Retd) David Innes, and the Commodore, Lt Col Mark Johnson-Ferguson, opened the meeting with a welcome and a thank you for attending or completing proxy forms.

MINUTES OF PREVIOUS MEETING

The draft Minutes of the General Meeting (GM) held on 29 Mar 19 were approved with minor amendment and are on the Club website, Sapper Sailing, under Governance > GM 2019 (March).

CONVERSION TO A CIO

The conversion of the Club from an Excepted Charity (EC) under the MoD to a Charitable Incorporated Organisation (Association Model) (CIO) reporting to the Charity Commission (CC) was briefed; the relevant papers are included with AGM 19 papers on the Club website under Governance > AGM 2019 (Oct). The rationale for change was principally: the liability of the Trustees including yacht ownership, the £100k revenue ceiling for an EC, and financial account management challenges. The process was initiated at AGM 17, a proposed management model was briefed in Nov 17, the Governance Review Report was presented to AGM 18 which voted to form a CIO, CC approval for CIO formation and the associated Constitution were received on 9 May 18, and finally dissolution of the EC leading to this first CIO AGM. Closure of the Club as an EC required the approval of the MoD which was granted on 9 Aug 19, and the Funds and Property were then transferred under a Deed signed by the EC Trustees on 13 Sep 19. This process required considerable work and all involved were thanked for their contributions.

CLUB RULES

Under the Constitution the Trustees may make "reasonable and proper rules". Their writing started after AGM 18 and a draft was presented to the GM in Mar 19 when Member comment was invited. A revised draft which considered Members' comments was included with AGM

19 papers, and it was adoption of this version, with typos corrected, that Members were invited to approve; the Resolution was passed. Their consideration, drafting, commenting and formatting were a huge effort and all involved were thanked for their involvement. The Constitution and Rules are on the Club website under Home. A record of comments together with action taken is available to Members on request.

TRUSTEES' ANNUAL REPORT

The Trustees are required to submit an annual report to the CC within ten months of the annual audit which is on 31 Dec, ie by 31 Oct. Their first report covering the period 8 May (CIO formation date) to 31 Dec 18 was included with AGM 19 papers. Questions were invited and none offered. A vote is not required. The Report for presentation to the next AGM in autumn 2020 will cover the 2019 calendar year.

ELECTION OF TRUSTEES

At the first AGM of a CIO all trustees are required to stand down. In addition to the Commodore and Vice Commodore ex officio, the Constitution requires at least two and no more than three other elected trustees. The requirement is a majority vote and there were three nominations: Lt Gen Richard Wardlaw, Brig (Retd) Tony Carruth and Col (Retd) Ross Wilson; all were elected.

The Board Chair then handed over to the Commodore for the second part of the AGM.

SAILING SUMMARY

Inshore. The 2019 season has been busy inshore with our dinghy team now thriving, our two Army sports scholars, LCpls Josh Crisp and Stu Williams, competing at national level, kitesurfing establishing itself as a popular and organised Army and Corps Sport, and windsurfing moving onto foils. The dinghy team retained the Lagos Trophy, for the third year in succession, and LCpl Crisp won the Inter-Services Asymmetric Cup. Capt Dave Curry won the first Army windsurf foiling trophy and has continued to develop the novice end of the sport. Kite surfing has now joined the Club and we are the largest team in the Army. To build on this success, work is ongoing to purchase two new RS 2000s, funded by the Townsend Memorial Trust.

Offshore. Offshore we had a busy first half of the season with six crews on a successful RE Sail Training Week supported by our retired Members. *Trojan* skippered by Sgt Adam Hearn had a successful Army Offshore Regatta. Many hull problems during the season, however, reduced yacht availability. Regions organised our meet at Lymington and a successful Mary Cup on the Medway, and Members participated in a number of rallies and voyages.

FASTNET RACE

The Club entered two yachts in the 2019 Fastnet Race, but neither crew completed the race. *Ilex* was, in hindsight, not ready for the race. A combination of faults – the mainsail jamming in the mast track, engine and electrical issues, and port primary winch failure - led to her two-handed crew diverting to Falmouth where they retired after receiving external assistance. *Trojan* was entered with a unit crew as an adventure training expedition, but they were short of offshore racing experience. Electrical faults led to their retirement at Falmouth as a result of communications system failure, fixed with external assistance at Plymouth. The Club will rekindle its longer offshore racing to develop crews, insist crews complete the RORC specified preparation, and look to train and equip crews to understand and fix system failures.

ANNUAL PROGRAMME

The developing Club programme for 2020 is on the website under Get Involved and will be updated as dates firm up. The Lymington Meet is on Sat 16 May 20. Of note is the 300th anniversary in 2020 of the Royal Cork Yacht Club with racing and cruising events in July, see Cork300.

YACHT REPLACEMENT

The Club agreed at the GM in Mar 19 to sell both *Ilex* and *Hebe*. The Commodore explained that purchase of a replacement second hand 32-34 foot yacht would follow in 2020 when both hulls had been sold and capacity for maintenance of three hulls available.

CLUB OFFICERS

The AGM was delighted to hear that Maj Saskia Hart had a baby girl the previous day and that both were well. Col (Retd) James Anderson and Maj Murray Smith have taken over as interim RC(Offshore) and Managing Agent respectively while she is on maternity leave. Col (Retd) Peter Nell has taken over as Membership Sec (reyc.memsec@outlook.com) and Capt Andy Motion has taken up a new role as Info and Comms Offr. He will take over the Club website from Murray Smith, who was thanked for his work creating, developing and running SapperSailing.org over many years.

DINNER AND AGM

The AGM will in future be held in the autumn to align with the Club's CC accounting and reporting cycle. The annual dinner will be held in the spring. The next dinner will be on Thu 6 Feb 20.

FINANCE

The Vice Commodore outlined the financial report, 2020 Budget and 12 Year Financial Plan, which were all included with AGM 19 papers. He explained the need for an increase in membership subscriptions* and hulls fund donations on joining**, the first for 9 years, and

for yacht charter rates (see Club website under Yacht Bookings), which were approved. The Financial Plan demonstrates that the Club is healthy in the medium term.

VOTE OF THANKS

The AGM approved the presentation of Club Special Flags to Col (Retd) Bob Hendicott and Lt Col (Retd) Andrew Douglas for their work on the Governance Review. The Commodore proposed a vote of thanks to Brig (Retd) David Innes on his retirement as a Trustee and initial Chair of the Board of Trustees.

CHAIR OF TRUSTEE BOARD

After the AGM, the five Trustees voted for a Board Chair, as required by the Constitution, and elected Col (Retd) Ross Wilson.

AGM MINUTES

The draft AGM Minutes are available on the Club website under [Governance] > AGM 2020, password available from the Board Sec.

Fair winds,

Ross

Col (Retd) Ross Wilson, Chair

Mark

Lt Col Mark Johnson-Ferguson, Commodore

* Membership Subscriptions: increase of £5 per annum from 2020; Serving Members £35, Non-Serving £40.

** Hulls Fund Donations: increase of £5 to £25 per annum from 2020 on joining (plus associated Gift Aid claimed by the Club).