

MINIMA YACHT CLUB COMPANY LIMITED

Company number 07773971

Minutes of an annual general meeting of MINIMA YACHT CLUB COMPANY LIMITED (the **Company**) held at 48a High Street, Kingston upon Thames on Sunday 5 February 2023 at 7pm.

In accordance with the articles of the Company Robin Broomfield (Commodore) chaired the meeting. It was noted that a quorum was present. The following business was conducted in accordance with the notice of the agenda for the meeting.

1. Apologies for absence.

There were apologies for absence from Richard Shillito, Pat Rowlandson and Susan Rhodes. No notices of appointment of proxies were received.

2. Approval of the minutes of the Annual General Meeting held on 6 February 2022.

The minutes had been published on the Company's website. The Commodore summarised them and they were approved unanimously.

2.1 Matters arising.

Under item 6, no one was proposed to be appointed a life member.

Under item 8, the Commodore reported that there was an agreement in principle to proceed with the installation of a composting toilet in the boat park. This was subject to the approval of Hampton Court Palace and sufficient members volunteering to join a cleaning, emptying and maintenance rota to make its operation viable.

3. To receive and adopt the Company's accounts for the financial year ended 31 October 2022.

Keith Black presented his report on the Company's accounts for the year ended 31 October 2022. In addition to the directors' report and unaudited financial statements he gave a power point presentation, highlighting that:

- Net profit had decreased by £10,826 to £2,290.
- No Covid grants had been received this year so there was a reduction in other income (i.e. non membership, bar and social income) of £19,428.
- Donations had increased from £3,215 to £6,595.
- Maintenance expenses had increased from £5,774 to £15,673. This included the cost of a new stairlift (£3,992) for which the club received a donation from a member and a new awning for the balcony (£5,908).
- Cash at the bank had decreased by £4,501 from £48,552 to £44,051.
- Long term debt had decreased by £11,000 from £23,000 to £12,000.
- The club's fixed costs are about £14,000. About £18,000 was received in membership and boat park income giving a surplus of £4,000 to put towards non fixed costs such as repairs and maintenance etc. The club needs to generate income from the bar, social events, donations, sponsorship and other initiatives to generate the income to pay for increases in fixed costs and non-fixed costs and to provide the income for future capital expenditure such as the purchase of club boats, replacement of the launches, refurbishment and maintenance of the clubhouse etc,

- In 2025 the fixed costs should reduce to c.£8,500 because the members' bonds will have been repaid. This will give more scope to fund future projects.
- This year membership fees were not increased. Outgoings such as utilities and bar supplies will increase next year. The Middlesex landing stage needs to be repaired and quotes received have ranged from £5,000 to £20,000. We will need to replace the launches in the short to medium term which are estimated to cost c. £12,500 each.

Questions from the members:

Warren Gordon – what are our ownership rights to the boat park/Middlesex landing stage.

Paul Bloomfield replied that the land is owned by Hampton Court Palace (HCP) and the club has a relatively short lease granted by HCP. There is no other use for the land. The Environment Agency would not allow HCP to use the river frontage for moorings. Discussions would be held with HCP over upgrading the landing stage.

Eileen Barry clarified that Minima has a licence (not a lease) from HCP to use the boat park for boat storage with a right of access along Barge Walk. The licence does not cover the landing stage which has been used by the club since it moved to its present location. The club's user rights over the landing stage are unclear. The latest licence agreement with HCP for the boat park was agreed in 2011/2012 for a 25-year term with an option to renew for a further 25 years. The lease of the clubhouse from Kingston Council was granted at the same time for a term of 50 years.

Erica Bishop – could the slopes of the landing stage be made gentler. Paul Bloomfield said this would be investigated.

Keith Black was thanked for his efforts in producing the accounts.

The following resolution was proposed and passed unanimously as an ordinary resolution: To receive and adopt the Company's accounts for the financial year ended 31 October 2022.

4. Election of Officers

The Commodore reported that Richard Shillito was standing down from the Board as a Director and the Honorary Secretary and Nick John was standing down as a Director and the Honorary Bosun. The Commodore thanked them for their service to the Board and the club. The Commodore reported that Nick John had done most of the work dealing with the replacement of the stairlift and installation of the awning mentioned by Keith Black in his report.

4.1 Election of Directors

The following resolutions were proposed and passed unanimously as ordinary resolutions:

To elect the following persons as Directors and Flag Officers of the Company:

1. *Rob Brooks (Commodore)*
2. *Keith Payne (Vice Commodore)*
3. *Paul Bloomfield (Rear Commodore and, subject to the approval of the Board, Honorary Bosun)*

To re-elect the following persons as Directors of the Company:

4. *Eileen Barry*
5. *Keith Black*

6. *Robin Broomfield (to take on the role of Honorary Sailing Secretary, subject to the approval of the Board)*
7. *Angela Caldara (to continue as Honorary Treasurer, subject to the approval of the Board)*
8. *John Forbes (to take on the role of Honorary Social Secretary, subject to the approval of the Board)*
9. *Diane Keighley*

To elect the following persons as Directors of the Company:

10. *James Budden (to take on the role of Honorary Membership Secretary, subject to the approval of the Board)*
- 11 *Kathy Collins.*

4.2 Election of Secretary

The following ordinary resolution was proposed and passed unanimously as an ordinary resolution:

To elect Eileen Barry as the Secretary of the Company.

5. Election of Class Captains

The members of each class elected the following persons as their class captains:

- Merlin class - Paul Seamen
- Enterprise class - Ed Mayley
- Solo class - Andy Banks
- Handicap class - Erica Bishop
- Laser class - Ed Cubbitt
- Canoe and Kayak section - Paul Southall

6. Annual Report of the Commodore.

Robin Broomfield presented his report on his last year as Commodore. He thanked Keith Black and Angela Caldara for doing a great job managing and reporting on the club's financial position and acting as Treasurer respectively. He noted that our finances are relatively healthy and whilst membership fees have not been increased this year they will need to in the future in line with rising costs.

He congratulated Keith Payne, membership Secretary, for implementing and running a smooth membership renewal process. We have slightly more Paddlers than Sailors and our makeup by gender is slightly improved towards parity. He said that Erica Bishop proposed a new approach to attracting new members by running a couple of evening sessions and marketing them as 'New Members Sessions'.

A new diversity and inclusion group has been set up led by Diane Keighley which carried out a survey to look at D&I in the club. This has been a good way of getting feedback on many areas. The club's website has improved over the past year due to the efforts of Allan Blair, Paul Bloomfield and Keith Payne. Jon Fray has been looking at sustainability to reduce our carbon footprint and energy bills. Installation of LED lights has helped, and Jon is looking at other options including better insulation, replacing spotlights and the possibility of solar panels and heat pumps.

A number of projects have been carried out including the installation of a new stairlift financed by a donation from Ron Sexton, the renovation of the race box and the installation

of a new awning for the balcony. The main outstanding project required in the short term is the repair of the Middlesex bank launching ramp which has been researched and quotes obtained. The role of Bosun is far too much for one person. Thanks are due to Nick John, to Paul Bloomfield for volunteering to take on the role this coming year and to the assistance provided by Nick Armfield, Ron Sexton and Dobrin (Dom) Yanev.

There were good turn outs by Minima at open events. Minima won the Silver Teapot for the Enterprise Thames Valley Open Series. The Merlin Open was a success with more visiting Merlins attending than for many years. The Regatta had another good year of entries and fun racing with an amazing evening party thanks again to Rob Brooks and the team. Promoting our events and attending open meets pays off.

One of the biggest and most challenging events was the Seawanhaka Cup, held at the Long Beach Yacht Club in California. A bigger challenge than we were prepared for, however we entered and came away with new friends and a lot of experience.

The paddlers side of the club has been very well supported driven by Kathy Collins and Paul Southall, with training and trips both at home and further afield. We need to encourage greater integration of the paddlers in the social side of the club as for whatever reasons they are in a minority at Minima social events. It is hoped that with Kathy Collins on the Board and Paul Southall on the Sailing Committee, the Paddlers will be better represented.

Finally, the Social Committee continue to deliver fantastic events including the Wednesday evening talks and suppers as well as the main Saturday Events including the Spring and Summer and Regatta Parties, Trafalgar night and Burns night. Also, although the main aim for the Social Events is to cover our costs, we still made a profit of c. £1000, despite rising costs.

In addition to thanking the Board of Directors, sailing committee and social committee (including Andy Banks who took over running the bar from Alan Jales) for their support the Commodore gave special thanks to Rob Brooks, Denise Norman and John and Lindsay Forbes.

7. Any other business.

Michelle Banks said that one of the cookers is broken and asked if it is going to be replaced. The Commodore said it was on the to do list to replace early this year and the Board/Social Committee will discuss the best replacement option.

Rob Brooks, the incoming Commodore, gave a vote of thanks to Robin Broomfield for all his hard work at the helm of the club and noted that so many things were now under better control due to his sterling efforts.

There being no further business the meeting closed at 7:48 pm.