

Minutes of the Annual General Meeting - Wells RFC – 14 September 2020

Present : The meeting was conducted over a Zoom conference, with the following attendees:

David Maxwell (minutes), Nick Heath, Paul Lewer, Ben Knight, Tom Beasley, John Owen, Andrew Perrin, Mike Durston, Greg Walker-Doyle, Julian Manship, Rachel Manship, Alan Goymer, David Masters, Joel Matton.

Apologies: Derek Sprague, Richard Draper, Mike England

Proxy Votes received from:

Richard Draper (exercised by the chairman)

Derek Sprague (exercised by Alan Goymer)

Welcome by the Chairman, Nick Heath.

Minutes of the previous year's AGM

These were distributed in the attachments ahead of the meeting and approved by the meeting – Proposer Tom Beasley, seconder David Masters.

Treasurer's Report (David Maxwell)

The financial reports appear quite different from previous years, due to the creation of Wells RFC Trading Limited, a wholly owned subsidiary of the Wells Rugby Football Club Limited. The trading company was created after the Club's accountants, Webb & Company, advised that the Club in the prior year was close to the limit for non-member revenue permitted by HMRC for a CASC.

The accounts for both companies formed part of the attachments distributed ahead of the meeting, as did the Financial Report, a commentary by the treasurer (and is included in these minutes).

The Trading Company, or TradeCo, started operations on 1st September 2019, and all non-rugby activities were transferred to TradeCo. This included the bar and kitchen, premises rental, sponsorship and kit sales. The staff were also transferred to the TradeCo, retaining accrued benefits. All rugby activities are managed within the Wells Rugby Football Club Limited as are all donations.

The reports reflect the transition, with two sets of reports one for each company. As the activities were transferred on 1st September, 4 months after the start of the accounting year, activities through the summer of 2019 are reflected in the accounts of Wells Rugby Football Club Limited (the CASC).

Clearly activities were also affected by the closure of all activities in March, six weeks before the end of the accounting year. The club did secure a grant of £10,000 from local government in the last weeks of the year, and has used much of this to make provisions for the difficult year ahead.

Overall, the reports show a profit in the TradeCo of £1,300, following a donation of £7,417 to the CASC. The CASC shows a small loss of £233 compared to a loss of £4157 in the previous year.

The improvement, despite the challenging times at the end of the year can be attributed to improved revenue from sponsorship, fundraising through Glastonbury Festival and from improved focus on management of debtors.

It was also noted that the Club has taken a Back to Business Loan of £49,000. These are provided by the government to support businesses recovery as part of its response to the Coronavirus Pandemic. These loans are interest free in the first year, and thereafter cost 2.5%, needing to be paid back over years 2 – 6. This gives some flexibility in terms of cash flow. However, the board has agreed that the money cannot be used without a further decision by the board for its release. It is intended as an emergency fund and not as operating funds.

Reports on Club Activities

Senior Rugby (Ben Knight)

Year 1 of new coaching team.

Success of the new coaching regime has been proved in player participation. We have seen a training numbers - particularly impressive during a period of some fairly horrendous weather where lads have to get in the cars at Coxley plastered in mud – to be maintained at way beyond 100% increase on previous 2-3 seasons.

A source of frustration was this not always being reflected on Saturdays as we failed to get 3 senior sides out with any regularity resulting in them being withdrawn from the league. Having had 2 seasons of successful colts this should be less of a problem, this along with the fact a number of player who stopped playing more recently have shown interest in returning to rugby, obviously further signs of the positive set up, along with potentially the lower league with less travel being attractive to some.

1st XV – Outcome of season very much as planned. Consolidation in the league whilst giving opportunities to the future players of the club was always a priority along with beating Tor home and away!

2nd XV – Again a season of consolidation vital.

3rd XV – Withdrawn from league in 2019-2020 season – re-entered this year as a result of the vast majority of transitioning colts being of 1st team quality creating enough competition to allow the club to field 3 competitive sides.

2020-2021 season – As a senior management team we very much believe the players will set the targets. Attitude towards training and availability which showed significant improvement from the previous season needs to continue to improve on an upward curve, if this happens a by-product of will be improved league finishes potentially putting the sides in the promotion mix. The coaching team will provide all the tools to the players they can to finish as high as possible

First Aid – Maizie has now left her role as match day physio having had a baby during the break. She will continue to offer mid-week physio sessions with Tia Cohen kindly volunteering to look after match days.

The huge efforts of the coaching and management team (Alex Simmons, Andy Perrin, Ben Upham and Martin Phipps) should be recognised and appreciated by all at the club. Throughout the season they would have put in hundreds of hours of their free time in to the club without any compensation. Without these guys there is no doubt we would have not have achieved our main aim of getting more people playing more rugby.

Junior Rugby (Tom Beasley)

2019/2020 started out as a great year, all Junior boys' teams entered the Bristol and Somerset cups and did well with the U16s making it to the final. Our three junior girls' teams also had a great year, with the U13s going unbeaten. We had a good number of players involved with the Bristol and Bath DPP as well as representing Somerset.

We had a great year fundraising too managing to bring in £18,000 for the minis and juniors. This meant that every mini and junior, boy and girls, had a new playing shirt and either a training shirt or a casual t-shirt for after matches. We also have funds from that earmarked for new age flags for the minis, and subs coats for the junior boys and girls.

Then, just as we were making plans for our end of season presentation we went onto lockdown. We maintained contact with our players via the Spond app and set them some challenges. We also made a promise to our players and parents that we would resume the season, end the season and have an end of season presentation.

On 12th July we began the first of 6 training sessions which started with 2 pro coaching sessions. We had 5 pro coaches including Tom Dunn of Bath and England deliver two days of socially distanced coaching for all of our minis and junior boys and girls. These sessions were great as they got our players outside with their friends again,

and they were also able to show our coaches how we can train in a COVID safe/secure manner. We had our end of season presentation on 16th August.

We are well set for the 2020/2021 season; we have increased numbers in the minis and juniors on the back of a successful Facebook advertising campaign. We have a great coaching and management team in place, holding regular team meetings in person or via Zoom, we also have a full match programme when we are allowed to play. I'd like to thank the whole team for their help and support in delivering the end of season for our players last year, and a special thank you to Fliss Pople for arranging all of this season's matches

Our focus for 2020/2021 season will be on our players playing rugby. The season will be challenging and we are waiting to get back to matches and there is lots of RFU guidance to digest and apply. We started the season on the 13th September.

Both Reports were agreed by the members present. (Proposer Alan Goymer, seconder David Masters)

Appointment of Auditors

Nick Heath noted that we do not need to nor do we have the Club's accounts audited, but we have an external organisation review, comments and advises upon them. Webb & Co have performed this for a number of years, and as noted by Alan Goymer, have looked after the club very well for as long as he can remember. Alan proposed that they continue in this capacity, seconded by David Maxwell and agreed by the members.

Amendments to the Club's Articles of Association

Words in **bold** are being added. Words ~~struck thru~~ are being deleted.

27.1 Any Voting Member may nominate another member to be an Elected Director. Any person nominated as a member of the Board must be a Voting Member of not less than 3 ~~years~~ **months** standing. Any nomination must be made on the form prescribed from time to time by the Board. Any nomination must be seconded by another Voting Member and the form must be completed and returned to the Secretary not later than seven days prior to the annual general meeting where the election will take place.

Proposed: Alan Goymer, seconded John Owen - approved

27.2 ~~If~~ **In the event that** there are **fewer or** the same number of candidates as there are vacancies for Elected Directors **then provided the general meeting agrees** ~~those candidates~~ **each candidate** shall be declared elected ~~unopposed~~. In the event of there being more nominations than vacancies, there shall be an election at the annual general meeting as directed by the Board. The results of any such election must be announced at the general meeting by the Board.

Proposed: Ben Knight, seconded Mike Durston – approved

Elections of Directors

Nick advised that he was standing down as Chairman, but remaining a director.

Directors standing down:

Derek Sprague

Tom Beasley – non-elected Director

John Owen – non-elected Director

Ben Knight – by rotation

David Maxwell – by ballot to complete the required 1/3rd of Elected Directors

Nominations for Director

Tom Beasley
John Owen
Ben Knight
David Maxwell

The nominations were proposed en mass by Alan Goymer, and seconded by Julian Manship. Approved

David Maxwell noted that Derek Sprague has done a lot for the Club and will be missed on the board. Alan Goymer noted that Derek is the other surviving member of the 'originals', having been a member since about 18 years of age.

AOB

David Masters, on behalf of Mike England, for news on Haybridge.

Nick Heath noted that fencing has been installed on the norther boundary of Charter Way by the proposed developers to effectively reinstate the public footpath. This is a first step by the proposed purchasers to ensure that everything is as they understand it in terms of rights of way, rights to roam, access rights, etc. Some comments have been received from residents, and a meeting is to be held with residents, the Club and the promoter on 5th October. Progress is being made, although the COVID lockdown has not helped, and we are not as far forward as the board would have thought we would be this time last year last year. A version of the sale contract is currently being discussed, although it will likely contain conditions that still need to be met including conditions which are not under the control of the Club.

Meeting Closed at 21:14.

Addendum

200 Club Draw

As Derek was unable to attend the meeting, the AGM Draw for the 200 Club was drawn separately. The £200 prize was won by Tom Slee (Ticket 159)