

# MINUTES OF THE ANNUAL GENERAL MEETING OF THE EDGBASTON PRIORY CLUB HELD ON THURSDAY 13<sup>TH</sup> FEBRUARY 2020

<b>PRESENT:</b>	David Tucker	Chairman
	Stuart Pemble	Vice Chairman
	Catherine Griffiths	Secretary
	Alan Purnell	Treasurer
	Peter Vince	Squash Chairman
	Ed Chapman	Tennis Chairman
	Eamonn Duffy	
	Sarah Edwards	
	Mark Tughan	
	Matt Rawnsley	Chief Executive (Ex-Officio)

**IN ATTENDANCE:** Susan Harris, Julia Grayshan, Robert Saffery, Lucy Deacon, Andrea Brown, Julie O'Hare, Ryan Floyd, Kam Sahota, Alan Perry (Handelsbanken)

## 1. Chairman's Welcome

The Chairman, David Tucker, welcomed members to the 56<sup>th</sup> Annual Meeting of The Edgbaston Priory Club. He informed members that this was a private meeting for the membership and that Alan Perry from Handelsbanken was also present. He requested that a list of staff attending should be noted. He informed members that Sarah Edwards and himself will be stepping down from the Board.

## 2. One-minute silence in memory of those Members who passed away during the last 12 months

The Secretary, Catherine Griffiths read out the names of deceased members and friends of the Club who passed away during the last year. David Tucker made a special mention to Dr Ralph Oliver who was one of the club's longest-serving and most loyal members. He asked members to stand for a minute silence to remember:

Reginder Suthi  
Clwyd Williams  
Pam Wernick  
Julian Shingler  
Bobs Whitehead  
Gurdeep Sanghera  
Dr Ralph Oliver

## 3. To recognise long standing members

The Secretary presented names of people who had celebrated being members of the Club for 50 years during the last 12 months:

Professor Roy Jefferies

He will be formally recognised during the year.

#### **4. To receive apologies for absence**

The Secretary read out the list of apologies from:

Najma Mian  
Abi Dollery  
Mary Osborne  
Kay Fox  
Ken Lloyd

#### **5. Chairman's Report**

The Chairman presented the highlights from 2019 including the unprecedented number of tournaments, continued investment in the facilities including the tennis wall. A change in the status of the Classic. The launch of the academy programme and the strong year of sporting achievements. He also mentioned the resignation of Rob Bray as CEO in December 2019 and Matt Rawnsley taking over the role in February 2020. There has also been investment in the IT systems.

He then went on to talk about the challenges ahead. The recruitment and retention of racquets members. The loan renegotiation and the cost pressures with the utilities and rates. The outdoor pool has been closed since Christmas due to heating failure and there being a major leak. Work is due to be completed to get the pool open towards the end of February. The contract with Levy Restaurants is due to come to end in May. There is also a challenge with the potential requirement to pay Corporation tax in 2022.

The club is however in a very strong position. The club has a static membership and a strong underlying financial position. Fixed assets with a replacement value of £25M. A five-year rolling replacement and repairs programme. £1.8M of net assets and £4.4M of recorded liabilities that are not payable in cash. The club is also highly efficient with its operating costs.

The Boards strategy is to attract and retain the best staff to deliver exceptional member experience. To be a real living wage employer across the club. Invest in training and development of our staff and to be an employer of choice. The club also needs a strategy to generate enough operating surpluses to maintain and invest in our facilities. Generate £1M operating profit (EBITDA). Plan capital expenditure over 5 years.

The Chairman thanked all the staff who work at the club, including all the volunteers and team captains and players.

The Chairman asked if there were any questions. There were no questions, but Najma Razaq thanked David for all his work over the years.

**6. To elect a President: Sir Euan Hamilton Anstruther Gough Calthorpe, Bt. has been nominated by the Board to continue in office and has accepted.**

#### **7. To elect Officers of the Club.**

##### **Chairman**

There is one vacancy and one nomination:

**To elect:** Catherine Griffiths

## **Secretary**

There is one vacancy and one nomination:

**To elect:** Abi Dollery

## **Chairman of the Squash & Racketball Sub-committee**

There is one vacancy and one nomination:

**To elect:** Peter Vince

## **8. To elect General Members of the Board**

There two vacancies and three nominations:

**To elect:** 2 from Carol Cole, Seb Miles and Steve Mitchel

## **9. To elect and re-elect Vice Presidents.**

**To elect:** Ken Fairbairn & Bernard Singleton

**To re-elect:** Judith Raine and Rollie Wilson

## **10. To receive the Audited Accounts for the year ending 30<sup>th</sup> September 2019**

### **Treasurer's Presentation to the AGM**

Alan Purnell presented the annual accounts to September 2019 which have been prepared by the Club and audited by Grant Thornton, Chartered Accountants, for the fourth year.

Alan asked if there were any questions.

Kan Franklin asked about EBITDA as the November minutes had mentioned decreasing the amount.

Alan Purnell answered that the minutes were referring to the budget not EBITDA.

Andrew Smith asked about the costs of utilities and was the club on the best tariffs.

Alan Purnell answered that the club had been on a good tariff for several years which had now ended and utility costs had risen considerably in that time.

## **11. To appoint new auditors: Dains LLP have been nominated by the Board.**

## **12. To vote on Board's resolutions.**

Purpose of the resolutions have been circulated to members.

### **Resolution 1:** Amend rules 8.6 & 8.6.1: Bye-laws

*substitute the bye-laws and replace them with:*

*Terms & Conditions including a Code of Conduct which members would be expected to sign upon joining the Club.*

*Separate user-friendly membership guides to the Club's facilities which may take the form of separate guides to tennis, squash, fitness etc*

### **Resolution 2:** Amend rule 12.1.3: Disciplinary issues and referrals

*The current rules are overly complex and could prevent the progression of a serious complaint.*

**Resolution 3:** Delete rule 11.3: Register of members

*To remove the rule asking members to notify the Club of any change of address.*

**Resolution 4:** Amend rule 15.1: Copies of rules and bye-laws

*To remove the requirement for the Club to provide all members with printed copies of the rules and bye-laws.*

Catherine asked if there were any questions. None were raised.

All voting forms need to be completed and handed to UK engage.

The Chairman thanked everyone for attending and closed the meeting at 8.19pm.