

## **Minutes of AGM of Queen Mary Reservoir Sailing Club Limited**

held at the Clubhouse and by video conferencing zoom meeting on 25<sup>th</sup> October 2023 at 20:00

### **1. Apologies for Absence**

Apologies received from Tim Crook.

### **2. Minutes of previous meeting**

The minutes of the previous meeting were accepted as being a true record and were signed by the Commodore.

Proposed by Chris Simon, seconded by David Bithell and passed unanimously.

### **3. Matters arising**

News shared that Mickey Beckett has been selected to sail the ILCA for the GBR team at the 2024 Paris Olympics.

### **4. Commodore's Report**

Thank you all for gathering here tonight. Our focus for the AGM is on the business of running our club, and I want to take a moment to share some of the key highlights and challenges that we've experienced over the past year.

Let's start with the club in numbers. It's essential that we recognise the hard work and dedication of everyone involved in making this club what it is. Without your commitment, we wouldn't be here today. What I have learnt mostly in the past year is how complex this business is, far more complex than my own business, and I thank everyone involved with the running of the club.

The following numbers of interest were highlighted for the AGM audience:

- Turnover of £930K pushing £1M in 2023-24
- 16 New Race Officers
- 37 Sailability volunteers
- 8 Full time + 86 casual Instructor team members
- 1280 on junior summer courses
- Over 4200 attending sailing courses
- 55% Growth in Youth Members
- 32% Growth Wind n' Wing Members
- 816 Memberships - 375 Dinghies in park
- Claire Cooks first year!
- 58 Women keel-boating
- 68 Saturday Club sailors
- 178 Helms & 63 Crew in Club racing
- More than 125 Club races held
- Royal Thames YC back with 12 new Sonars

But as we celebrate our achievements, we must also look to the future. There are opportunities for growth in our club, and we cannot afford to be complacent.

Membership fees are not insignificant, and our facilities, though serviceable, could use improvements. The astroturf in the dinghy park has proven its worth, and we're aware of the need for better changing rooms, with special emphasis on improving the men's showers.

Our main focus for tonight is to adopt the accounts and appoint new council members who will help lead us into the future. But beyond that, we have some exciting projects and fundraising initiatives on the horizon. I'd like to take a moment to outline the priorities as I see them.

Phase 1: Launching and sailing facilities, which includes the improvement of our changing rooms, is our first priority. We've seen the benefits brought by the astroturf, and we want to continue improving the overall experience for our members.

Phase 2: Once we've learned from Phase 1, we intend to shift our focus towards the club house. We have recently learned that the club is likely to have been constructed of the wrong type of concrete, RAAC. Our insurers have been informed and confirmed that we are covered. We are now awaiting full inspection and working with the surveyors at Thames Water. The outcome of inspection may well change priorities, but it's normal operation for now.

Expanding on phase 1, James shared two slides for the launching project designs and artist's impression. Noting first that we have not progressed with the ideas presented last year; we felt the launch ramp along the bund and the large pontoons solutions would overstretch finances and the location could be better. The idea presented was a slipway cutting directly into boat park, making access easy, and the cost of the project was significantly less (£210,000 +vat). This solution provides access directly to the water when the water is high, when the water drops it is still used to reduce the distance of travel.

Maggie Fulcher raised a question: had her comments, from the last AGM, been considered for use by people with disabilities. This had been considered; this new design has a 1:12 gradient slope which was wheelchair friendly.

Roger Pescod commented on the mud/beach at lower level when the water was low in 2022; the slip way did not solve this issue. The club has kept the boards which sit on the beach and will endeavour to make more boards for future use.

The design for the launching project had been generated by Thames Water approved contractors, and the design approved in principle by Thames Water engineers.

James went on to say: We want these projects to be collaborative efforts, and we hope for a lively Q&A session at the end of this presentation. We encourage open discussion and feedback on these projects after David's presentation, so we can ensure that these initiatives align with the needs and desires of our members.

In conclusion, it's an exciting time for our club, and it's your dedication and support that have brought us to this point. As we move forward, let's continue working together to make our club even better. Thank you for your support and commitment to our club.

## 5. **Hon Treasurer's Report**

The principal financial business of this AGM is to approve the Club's Accounts for the year ended 31st March 2023. These have been available on the Club website for the past 3 weeks and hopefully you've all had an opportunity to take a look at them.

I'm going to highlight for you the most significant numbers in those accounts and I'm also going to spend a little time telling you about your Club's performance over the longer time-span of 3 to 5 years.

### **Profit & Loss Account for the year to 31st March 2023 with comparison to the previous year**

This was actually not that different to the prior year., The club made a profit of £26,517 compared to last year's £32,217. Total turnover was up by just under £64k, to £928k.

The Cost of Sales, the direct costs of delivering everything we do, the biggest part of which is staff costs, only increased by £24k, which meant our Gross Surplus was higher than last year at £267,510.

However, our Administrative Expenses were 15% higher than the previous year at £247,928, whilst last year's Other Operating Income still included the final £16k of the Government's Coronavirus support grant, which, of course, has not been repeated in the current year. And this is why our net Surplus for the Financial Year is a little lower than last year.

So let's now take a look at some of the detail behind those numbers, starting with the Turnover and Other Income and then looking at the Cost of Sales and Administrative Expenses.

### **Turnover & Other Operating Income**

There were increases in both Standard Membership Income, up 13%, and Select Membership Income, up 31%. This reflects a mix of the increased fees and increased number of members, with the trend we've seen over several years now, towards the "pay & play" form of membership continuing, driven largely by new members joining off training courses. Some of these go on later to buy their own boats and boards and become Standard Members.

Training income was 12% down on the previous year, but this largely reflects the summer of 2021 being a bumper season when people were still reluctant to travel overseas post-covid and, it seems, took sailing and windsurfing courses instead.

2022/23 was our first proper year of keel-boating, with the 6 RS21s acquired on 1st April 2022, having been with us on a no-commitment trial basis prior to that. It's an activity which is steadily growing in popularity and the £53k of income is a mix of memberships (of which there are now around 25), training courses and events. We're currently forecasting that the Club's income from keel-boating will be around £83k for the current year to March 2024.

QMSC is almost unique within the London area in being able to offer the full range of keelboat training, memberships and events and, combined with Royal Thames Yacht Club's activities on their new fleet of 12 Sonars, creates a keel-boating Centre of Excellence here at Queen Mary.

## **Cost of Sales**

Notwithstanding increases in minimum wage, we were able to keep the Wages and Salaries cost increase down to just 2%, and also reduce our use of sub-contracted instructors, by greater efficiency in wet team utilisation. The biggest increase is in depreciation charges, at £51k per year, due mainly to the acquisition of the keelboats.

## **Administrative Expenses**

Rents, Business Rates and Insurance was significantly higher than the prior year due to rises in both the rent we pay to Thames Water and in our insurance premiums. Provision has been made for an additional £8k of back-dated rent which we are going to need to pay TW for their share of the Film Transport Company vehicle parking income. Insurance premiums went up by £5k (36%).

Depreciation of Club Assets is up £7k to £49k, this being the additional depreciation on some of the club improvements made in recent years (launching mats, astroturf, replacement new water heater, CCTV).

## **5 Year Review**

David shared a slide showing a 4-year history of our Club's performance, together with our current forecasts for the year we're half-way through now. Following the dip in both income and costs in 2021 caused by the pandemic, we've seen a bounce-back in income in 2022 and then steady growth in 2023 which is forecast to continue into 2024. The Club's annual income is forecast to top the £1 million mark for the first time in this year. But our costs have been rising too, almost in line with the growth in income. And so, our profits are growing only very slowly and remain very modest.

## **Income and Contribution by Business Segment**

One of the enhancements we've made in the last couple of years to our accounting system is to record all of our income and direct costs by Business Segment, which means we can now separately track how our Standard Memberships, Select Memberships, Training School, Keel boating, Events, and so on are performing. With two years' history, and forecasts for the current year, now available, I'm in a position to share some of this information with you on this slide.

The training school has grown over the past 10 years or so to generate just over half our Club's income in 2021-22, which you will recall was that post-Covid exceptional year. Training income has remained strong since then, but is a little lower in both the year just ended and in the forecast for the year we're in now,

Perhaps more interesting, therefore, is to see the growth in our membership income across these 3 years, in all of Standard Memberships, Select Sailing Memberships and Select Windsurfing Memberships. We can also see on this chart the growth in Keel boating income and the forecast recovery in Event Income.

The key message is that all of the segments cover their own costs and make a positive contribution towards covering the general overheads in all three years, with the sole exception of Events which made a loss in 2022-23. That was due to the temporary reduction in RTYC activities, between them disposing of their J80s and

the arrival of their new fleet of 12 Sonars. We expect events to return to making a positive contribution in 2023-24.

We've had questions in the past about whether Club Members are subsidising the training school, or vice versa, and whether Standard Members are subsidising Select Members. The clear answer to all of those questions is no and this analysis gives us the tools to get our pricing right for both membership fees and charges for training to make sure there are no cross-subsidies in the future.

## **Balance Sheet**

The Club's Net Assets increased by the £26k profit to £468,999; Fixed Assets are up substantially.

The Club's cash balance at 31st March 2023 was down from £160k last year to £65k at this year-end. With our year-end date of 31st March falling the day before annual membership fees are due to be paid and in the middle of the peak booking period for training courses, it should come as no surprise that the cash balance can be very different in the year-end balance sheet in different years. This year, it just so happened that less of the membership fee income was paid before 1st April and early bookings for courses were lower (the sun didn't shine in March!) whilst some big expenditure payments went out during the final weeks of the year. The cash balance in fact recovered soon after the year end.

The other numbers in the Balance Sheet are generally in line with the prior year and it's notable that the Club remains largely debt-free, with just the remaining £37k balance of the Bounceback Loan remaining outstanding, at the very favourable interest rate of 2.5% pa.

## **Fixed Asset Investments**

We are a not-for-profit Club. That doesn't mean we shouldn't make profits, but it does mean that every £ of profit we do make must be reinvested for the benefit of the Club and its members. Indeed, we must make profits if we're going to continually improve the facilities at QMSC, rather than just replace worn-out assets like-for-like.

David showed a slide showing where we've reinvested during 2022-23 and so far in the current year. By far the biggest investment was £139k in the 6 RS21 Keelboats in April 2022, although 3 of these were financed by leasing and grant funding went a long way towards funding the remaining 3. Sometimes, essential investment is required because of unexpected circumstances and that happened last winter when many of you will remember a month of cold showers following the failure of the water heating boiler. The complete replacement cost us £20k.

Planned improvements have included the new Select Windsurfing containers (£12k) and replacement of our CCTV coverage with a much-enhanced system – many thanks to my fellow Council Member, Paul Johnson, for making that happen at the very reasonable cost of £11k. Our powerboat safety fleet received much needed new investment, with a total of £41k being spent on two additional RIBs, complete replacement tubing on two existing RIBs and 2 new powerboat engines.

The training fleet of sailing dinghies has seen half of the old Pico fleet replaced with 12 new Fusions and the ageing Toppers replaced and expanded with 12 new Toppers to support the rapidly growing youth sailing scene and Youth Select Membership.

A move towards standardising our double-hander training boats involved selling a variety of our older double-handers and replacing these with 3 RS Quests, whilst 5 new windsurfing boards were also added.

With the fleet of boats and boards now in good shape our focus for new investment is shifting towards more ambitious projects to improve launch and recovery and enhance our Clubhouse facilities and James talked about some of our plans earlier.

I'm going to finish by saying thank you to a couple of people.

Firstly, to our bookkeeper, Valerie Cooper, who's diligence in recording all of our income and expenses in the right places makes the analysis you've just seen possible, and who takes an increasingly important role in producing our financial reports to Council every 3 months, as well as to you once a year at this meeting.

Thank you also to Amersham Accountancy for your work helping to prepare these accounts and casting that all-important independent eye over these, and over what I've been doing as Treasurer – Martin Hunt, ably assisted by Helen Hadfield.

That completes the presentation on the finances.

#### **Questions from Members on the Accounts: -**

Phillip McCubbins asked a question about the term of depreciation for the RS21s. David answered that these assets are depreciated over 10 years.

#### **Resolution to Approve the Accounts**

David Bithell proposed that the AGM accepts the 2022-23 Annual Club Accounts of Queen Mary Reservoir Sailing Club Ltd and approves these for signature by the Commodore and Hon Treasurer, and by Martin Hunt (independent accountant of Amersham Accountancy)

The motion was seconded by Adam Jennings-Frisby and passed unanimously.

#### **6. Appointment of Amersham Accountancy as Reporting Accountant**

David Bithell proposed that Amersham Accountancy be reappointed as Reporting Accountants.

The motion was seconded by Liz Pescod and passed unanimously.

## **7. Election of Officers**

James gave an overview of the sub-committees and the structure of club management.

### **Election of Officers:**

James Baxter	- Commodore
Adam Jennings Frisby	- Vice Commodore
Michael Pryer	- Rear Commodore
Rafa Matarazzo	- Rear Commodore
David Bithell	- Hon Treasurer

### **Election of Council Member:**

Paul Johnson	- Council Member
Anna Ormond	- Council Member

### **Remaining on Council:**

Tony Bishop	- Club Secretary
Chris Perry	- Council Member
Peter Caselton	- Council Member

### **Retiring from Council:**

Alison Phillips - Council Member (effective 15<sup>th</sup> August 2023)  
Andrew Craig - Council Member

The proposal to elect all Officers and Council members was carried unanimously.

## **8. Presentation of the B&S Trophy**

The Trophy this year was awarded by the Commodore to Andrew Craig.

James said a few words of thanks to Andrew, who had dedicated an incredible 14 years to the Club's Council. He highlighted Andrew's significant roles, such as serving as Commodore for five years, which was the longest standing to date. Andrew had also chaired the Sailing Committee, led Sailability, left a lasting mark as the founder of the Saturday Club, and, of course, had played a pivotal role as the Principal Race Officer.

In addition to these responsibilities, Andrew chaired the Great Lakes Handicapping Committee. As a token of his appreciation, the Commodore presented Andrew with the B&S teapot.

Andrew graciously accepted the award and made a heart-warming comment, expressing his intention to use the teapot for tea, thus continuing the tradition and connection with all the previous recipients who had done the same.

## **9. Other Awards**

David Bithell was recognised for his RYA Outstanding Contribution Award. David will be attending the RYA presentation lunch in November to collect his award.

James gave his thanks to a remarkable individual, for his unwavering commitment and contributions to the club. In 2001 David was one of the Club's first Select members when he introduced both his children to sailing and started volunteering as a youth parent group leader. He co-founded the Saturday Club with Andrew, as the groups 3<sup>rd</sup> member.

His contribution escalated when he took on the role of Treasurer in 2017. One of David's most significant contributions was recovering from HMRC over £90,000 of previous incorrectly paid VAT plus interest from HMRC by inviting them to conduct a VAT inspection. As the Chair of the Finance Committee, David has overseen the restructuring of our financial accounts and implemented P&L accounting by business sector. Additionally, David largely prepared the business plan for the acquisition of the RS21 keelboats. These keelboats are being used this weekend for the RYA's match racing finals.

James invited all to show appreciation to David Bithell for his outstanding contributions.

### **Alan Woolford 1932 - 2022**

Richard Steele was invited to speak after the passing of Alan Woolford, which occurred since the previous AGM.

Alan had left an indelible mark as a prominent figure and a significant influence at both QMSC, right from its inception, and the RYA over a span of 50 years. Alan's remarkable sailing journey began with Yeoman keel boats at the club's inception, and it continued through various other vessels up to modern times. In 1992, Alan, in collaboration with Mike Brown (Snow & Rock), laid the foundation for QMSC Sailability for disabled individuals, which has since evolved into a great success.

Richard expressed that while everyone's time eventually comes, Alan had a nearly perfect send-off in his final year. In March 2022, Alan, alongside his ever-supportive wife Val, celebrated his 90th birthday with more than 100 colleagues, friends, and family members at Queen Mary SC. Throughout the season, Alan continued to drive himself to Queen Mary and joined the community on most Thursdays to support special educational needs schools, adult sailors, and volunteers.

In the beginning of December 2022, Alan attended the Sailability annual AGM and seasonal celebration. During these events, he was seated with Tony Bishop, the Club Secretary, and James Baxter, the Commodore, who shared insights into his life and experiences. Sadly, with his health deteriorating, Alan eventually "slipped his moorings," as sailors like to say, approximately two weeks later. His life was marked by remarkable achievements and success in every aspect.



## **10. Any Other Business**

James started by asking whether the priorities were correct, questioning if focusing on external improvements (launching) was the primary project to advance. Support and additional comments were voiced regarding how this would enhance the club's appeal to potential new members, women sailors, and current members likely to be retained longer.

James then discussed the funding plan for the slipway, assigning responsibility for its execution to the Club's Fundraising Action Group. He introduced Rafa Mazzarello as the group's chair. Funding sources included grants, events, levy for user groups, membership fees, donations from members, and potential club borrowing.

Phillip McCubbins expressed concern that RAAC might significantly impact the funding plans, emphasising the need to be cautious not to deplete available funds.

Chris Simon suggested that the club's lease might require an extension, and that any loans or investments should align with the lease term. The club's lease was set to run for 14 years, expiring in November 2037.

Henry Edwards recommended giving thought to access and space for the slipway project, especially concerning the areas near the water's edge.

Maggie Fletcher proposed the possibility of adding indoor toilets for disabled members within the club house, which currently only has outdoor facilities, as a consideration when any redevelopment of the clubhouse was discussed.

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The Commodore thanked everybody present and declared the meeting closed, at 21.12

**Voting members noted as attending:**

Adam Jennings-Frisby  
Adam Wickenden  
Andrew Craig  
Anna Ormond  
Bernard Price  
Chris Perry  
Chris Simon  
David Bithell  
Elizabeth Pescod  
Francesca Kotecha  
Gordon Davies  
James Baxter  
Janet Hawkins  
John Boyle  
Julie Harrison  
Maggie Futchter  
Mark Owsianka  
Paul Stainsby  
Peter Caselton  
Phillip McCubbins  
Rafael Matarazzo  
Richard Steele  
Roger Pescod  
Steven Bell  
Tagir Ismagilov  
Alan Logan  
Steve Pears  
Steven Woodfield  
Jackeline Slomski  
Micheal Pryor

**Non-Voting members noted as attending:**

Stephen Bailey

**Guests:**

Martin Hunt, Amersham Accountants

**Staff team:**

Tony Bishop  
Valerie Cooper  
Henry Edwards  
Matthaeos Volikas