

DEVIZES CANOE CLUB

MINUTES OF ANNUAL GENERAL MEETING held on:

Wednesday 15th November 2023

Members Present: Mark Bouch, Paul Papworth-Smith, James Papworth-Smith, Sue Colby, Stuart Colby, Dan Colby, Lindyanne Ehrnrooth, Andrew Park, Charlie Mayo, Bev Hunter, Trev Hunter, Chris Jones, Jenny Jones, Debbie Ryall, Ellie Johnson, Graham Burgess, Hannah Snowsill, James Mahoney, Nick Poole, Nick Prichard, Simon Darling, Victoria Cains

Members under the age of 18: Philippe Ehrnrooth, George Kenny, Fred Johnson, Mary Johnson.

Apologies: Nigel Chivers, Amy Colyer, Andrew Elworthy, Chris Wakefield, Charles Jenkins, Iain Robert, Julie Hamilton, Juliet Fooks, Juliette Noble, Mark Hamilton, Matthew Percy, Neil Edgar, Pete Clarke, Vanessa Colyer.

The 2023 AGM covers the reporting period from 1st April 2022 to 31st March 2023.

The Chair outlined the agenda, conduct of the meeting and the voting process for AGM resolutions. At the end of the period we had a total of 162 members of all categories. The chair welcomed all members participating in the AGM.

Only senior and young adult members can vote according to our constitution. The total number of voting members in the club on the AGM date was 127 (*confirmed by the JustGo database*).

The CIO constitution sets out arrangements for voting at general meetings. Under the constitution, every member aged 18 or over has one vote. Since establishment as a CIO the club has restricted the right to vote to those members present at the AGM. 22 voting members were present at the AGM.

The chair confirmed that the AGM was quorate as more than 5% (or three) of the members entitled to vote were present.

Item 1. Apologies

The chair noted that attendance was down on last year but confirmed that this meeting was quorate (3% of voting membership). The Secretary noted apologies received (above).

Item 2. Minutes of previous AGM

No questions or comments were received from members before the meeting, and there were no comments from the floor.

Resolution:

The Chair asked the AGM to accept the minutes of the previous AGM as a fair record of the meeting.

Proposed: Mark Bouch

Resolution passed by unanimous vote

Item 3. Trustees Report

The Chair introduced the Trustees' Report for the year ending March 2023. The report was circulated before the AGM and comments have been incorporated into the document. The Chair stated that a summary of the Trustees Report was unnecessary as key elements such as finance would be covered by the AGM agenda, and that a presentation of the club activity and achievements this year was covered by the club's awards nights in July.

There was one question from the floor on the 2022/23 Trustees Report regarding the REME CC situation. The chair explained that REME CC had a historical agreement with the club to store six boats at the club and provide non-specified membership for 10 senior members. The agreement was renewed in 2018 but the number of memberships was reduced to 8. No membership fees or boat storage has been paid since 2019 and DCC has proposed an arrangement to write off the debt using the collateral of their boats in storage. The outstanding amount due to the club is approximately £3,500-4,000 depending on the date the arrangement concludes. Both parties invited Marsport to value the boats and they have a value of about £4,000. We seek to retain 4-5 boats and return the K1 Alpha to REME CC, finalising and ending the agreement by August 31, 2023.

Club Strategy

The Chair outlined the club's current strategy to members. The strategy was set in 2021 for the period 2021 to 2025.

Objects of the CIO

The object of the CIO is: The promotion of community participation in healthy recreation in particular by the provision of facilities for the sport of canoeing and kayaking.

DCC Club Vision 2021-2025

DCC's vision is to become one of the top 10 clubs nationally and top 3 clubs in the SW region judged on growing participation, competitive excellence and a varied development and activity programme that includes all age groups, genders, and ability levels.

DCC Ambitions 2021-2025:

Ambitions are broad directions providing guidance and focus for annual objectives

1. Promote and provide facilities for sport and recreational canoeing for the Devizes community
2. Develop coaches, volunteers, and leaders
3. Provide healthy competitive or recreational opportunities for all age groups, genders, and ability levels
4. Increase competitive excellence in the two flat water disciplines
5. Increase participation and engagement.
6. Attract new paddlers to the sport of canoeing.
7. Achieve 'top tier' club status for a medium-sized club.

The new board of Trustees will revisit the club's strategy in 2024 and engage with members about the new strategic direction for the club going forward from 2024/2025.

Quality

The club is currently committed to maintaining high standards of governance, safety, safeguarding, and inclusion. We renewed our accreditation under British Canoeing's Quality Club programme, demonstrating that we continued to meet the highest possible standards. The chair confirmed that the report is available to members if they would like to read it.

We achieved Champion Club status for Talent Development in July.

Apart from the assurance that we meet required standards for governance etc. these quality awards ensure we meet the standards in Sport England's Code for Sports Governance. Grant funding from Sport England requires organisations to meet Tier 1/Tier 2 requirements, and the Quality Club award reflects these standards.

Resolution

To accept the Chair's report on behalf of the Trustees and approve its submission to the Charity Commission.

Resolution passed by unanimous vote

Item 4. Governance

We are required to ensure members understand our legal entity status and the reasons we adopted it. Devizes Canoe Club is a "Charitable Incorporated Organisation" (CIO) and was registered with the Charity Commission on 27 March 2014. A CIO brings the advantages of limited liability (a bit like a registered limited company) and combines the advantages of a registered charity. It files a single set of accounts and an annual report to the Charity Commission.

Being a charitable organisation confers many advantages including exemption from business rates and access to grant funding restricted to registered charities. It means that Trustees and Members have limited liability for the club's debts should the club cease to trade for any reason.

It also has some responsibilities. We are governed by our CIO constitution and nominate Trustees to conduct the club's business, including financial and asset management. Trustees are directly responsible to the Charity Commission on behalf of our members.

The Club is governed by the CIO Constitution. This important document, agreed with the Charity Commission, sets out the CIO's powers and scope, including things like Trustees' and members' liabilities and duties. The CIO Constitution is on the club's website in the members' section. We suggest you read it. It is our primary governance document and in the event of a conflict with any other policy, the constitution prevails.

Club Rules 2022, approved by the AGM last year, provide working guidance on the governance of club matters not addressed by the constitution.

There is no mechanism to change the club's status back to an unincorporated structure or a limited company unless the club is dissolved.

Appointment of Trustees

The Trustee committee meets as required to agree on major changes in policy and exercise oversight and governance. During the period there were eight Trustees. Between three and twelve Trustees must be appointed.

Trustee Committee Responsibilities

The chair explained the six legal responsibilities of Trustees:

- Delivering purpose
- Managing conflicts of interest
- Reporting information
- Safeguarding people
- Making decisions
- Managing finances

In addition, from 2024, DCC Trustees will sponsor and provide guidance and support in the following specific areas:

- General oversight of external activity and associated policy
- Asset management/future requirements
- Grants and sponsorship
- Long-term club development
- Oversight of club safeguarding policy/systems

DCC Strategy – a 2024 Trustee project!

Our strategy needs renewal by 2025. This will take account of changes to the situation since 2021, set new goals for 2025 – 2028 including re-evaluation of current DCC ambitions and their realism. This work will develop new club objectives with clear sponsorship and involve club members.

The club's priority in the first half of 2024 is to complete all outstanding actions on the Quality Club/Talent Club action plan by July 2024.

Trustees intending to retire

At this AGM, Ann Slator, Juliet Fooks and Andy Allen will retire. They do not intend to stand for re-election.

Resolution

The Chair proposed a vote of thanks and recognition to the retiring Trustees. Between them they have 24 years of experience as Trustees. All three were active committee members before the CIO formed. They have contributed tirelessly to the club as Trustees since the CIO was formed in 2015.

Resolution passed by unanimous vote

Trustees standing for election

The chair introduced the nominees for appointment to the Trustee committee.

Existing Trustees standing for re-election: Mark Bouch (Chair), Paul Papworth-Smith (Treasurer), Sue Colby Lindyanne Ehrnrooth (Secretary), Chris Jones.

The following nominations have been received for first-time election as Trustees: Nick Poole, Simon Darling, Trevor Hunter, Dan Colby, Hannah Snowsill, Andrew Park, and Nick Prichard.

The chair pointed out that, since the maximum recommended term for Trustees is nine years, the current chair, deputy chair and treasurer should stand down next year. A question was raised whether they can remain in committee roles without being Trustees. The chair understands that the same rules are

intended to apply to management committees, but the new Trustee committee will take a view on this in 2024.

Resolution

The Chair proposed to elect all nominees as DCC CIO Trustees.

Resolution passed by majority vote

The following people are duly elected as DCC CIO Trustees

Mark Bouch (Chair)
Paul Papworth-Smith (Treasurer)
Lindyanne Ehrnrooth (Club Secretary)
Sue Colby
Chris Jones
Nick Poole
Simon Darling
Trevor Hunter
Dan Colby
Hannah Snowsill
Andrew Park
Nick Prichard

Club Management Committee

The CIO Trustees delegate power to a management committee which meets monthly to coordinate the operational management of the Club. The Management Committee are responsible for delivery of the programme and ensuring club operations comply with policy and good practice.

The CIO Trustees appoint the key management committee roles: Club Chair, Deputy Chair, Treasurer and Secretary. They invite the management committee to fill all other key roles necessary for effective management.

The Chair and Deputy Chair divide their roles with Chair's focus being club strategy, development and governance and the Deputy Chair's focus being club operations.

The committee has invited other members to fill important volunteer roles, including leading paddling groups, managing boat storage, delivering the coaching programme, and providing bankside support during organised sessions. These appointments do not need to attend committee meetings but are welcome to do so.

Non-elected (ex-committee appointments):

Bev Hunter (Junior Coaching Lead)
Trev Hunter (Talent/High Performance Coach)
Nick Poole (Boat Storage & Junior Racing Team)
Nigel Chivers (Event Safety/Captain of Boats)
Chris Jones (BC, SRC/MRC liaison)
Anna Overton (Deputy Safeguarding)
Dan Colby (Deputy Safeguarding)
Cathryn Martin (Deputy Safeguarding)
Dan Colby (DW/Endurance Group)

The proposed 2024/25 management committee are Mark Bouch (Chair), Paul Papworth Smith (Treasurer), Lindyanne Ehrnrooth (Secretary), Sue Colby (Deputy Chair and Volunteer Coordinator), Emma O'Hare (Welfare and Safeguarding Officer), James Papworth-Smith (H&S), Stuart Colby (Facilities), James

Mahoney (Coaching Group Lead), Anna Overton (Junior Programme Coordinator), Nigel Chivers (Senior Programme Coordinator and Captain of Boats), Victoria Cains (PR & Media Officer) and Ellie Johnson (EDI Officer).

Retiring at this AGM: Jon Scaplehorn (due to ill-health)

The chair proposed a vote of thanks to Jon Scaplehorn for his service to the club as boat storage manager and EDI Officer. Members agreed that we should pass on our best wishes for his health and wellbeing.

Resolution

To elect the proposed 2024 club committee.

Resolution passed by majority vote

Item 5. Financial Report and Accounts

The accounts presented at this AGM relate to a period from 1st April to 31st March 2023.

Our treasurer, Paul Papworth-Smith, reported the Club's financial position at year-end.

2022-23 was a transitional year since we came to the tail end of our grants and were unsuccessful in obtaining any new grants. We spent more in 2022-23 by around £4k for many reasons, including more investment in coaching, but we remain a very healthy club financially.

Going forward we need to focus more on financial control because some aspects of our event and asset management has been rather ad hoc. Although we have been lucky in the past, the growing size of the club and increased event schedule will require better management and budget control in the future.

Over the past 12-18 months operational costs have increased (especially heat & light) but also club insurance, hence our operational budget has been stretched.

This year we will require grant funding to cover larger equipment/fleet purchases but our membership and boat storage fees should cover the club's operational costs.

Question from the floor: Are our club boats insured when they are on the trailer being transported to events?

The answer is yes, boats are covered on and off the water, but when under tow, the trailer and boats must be covered by the towing vehicle insurance. Separate trailer insurance may be available for cover in transit, but our current insurers don't provide it and commercial vehicle insurance may be required. The insurance issue will need to be reviewed by the Trustees. MB will ask BC Clubs for guidance.

Financial recommendations in the Trustees' Report

The chair reminded members of the financial recommendations approved by Trustees in the Trustees' Report.

1. The Treasurer will keep the affordability of the competition entry fee and towing policies kept under review and has delegated authority to adjust these, if required, by year end 2023/24.
2. We intend to tighten controls on event budgets to ensure they deliver an overall surplus, so this policy remains affordable.
3. For 2023/24 the cost of any capital equipment purchases must be 50% met by grant or fundraising activities.

4. The club will maximise income streams from external programmes.
5. Trustees will invite the AGM to approve proportionate increases in 2024/25 member fees and boat storage.

Resolution

To approve the 2022/23 accounts as circulated.

Resolution passed by majority vote

Accounts Audit

The Trustees have a legal duty to review the accounts and recommend whether they should be subject to external inspection or professional audit.

PPS uses one of two professional chartered accountants (Partners in PPS Chartered Accountants) to conduct an independent review and sign off the accounts. The Trustees have confirmed that this arrangement is satisfactory. Trustees agreed there was no conflict of interest due to PPS Accountants and the two partners having no direct association with DCC. The chair reported that Trustees agreed that the accounts have been subject to external inspection and do not need a professional audit.

Resolution

To approve Trustees' recommendation on account inspection and audit.

Resolution passed by majority vote

Item 6. Membership Fees for 2024/25

Every year the Club's Trustees recommend the level of membership fees for the next period, and members approve the fees at the AGM.

Resolutions

This year, Trustees propose two resolutions:

1. To increase the 2024/25 membership fees as follows:
 - Adult annual membership to increase from £90 to £100
 - Senior Adult annual membership to increase from £45 to £50
 - Young Adult (U23) annual membership to increase from £55 to £60
 - Junior annual membership to increase from £50 to £55
 - Family and Joint annual memberships to increase from £160 to £180
 - Out of port membership 50% of full fee in any category
2. To maintain boat storage fees at £72 per hull per year. No distinction is made on type or length of boat.

Resolution passed by majority vote

There being no further business, the formal AGM was closed.

Update on Strategic Development

After the period covered by this report Wadworth & Co completed the move of their brewing operations to the new site near London Road and Backhouse Housing (their preferred developer) published a full planning application. The proposed scheme has not yet been determined at a Wiltshire Council planning committee. The outcome of this application will be reported in our next annual report.

The chair and Victoria Cains met the developers during 2023. The developer would like to acquire the club's site but does not intend to redevelop the club within the brewery site or elsewhere. The proposed scheme raised several additional challenges for the club. Trustees agreed to make a formal objection to the development proposal, which has now been done, but we don't expect any radical alterations despite the number of objections.

Consultation continues by the developers and their agents. We are involved and continue to have conversations with important stakeholders that are involved and privy to confidential information. These include Wiltshire Council, Devizes Town Council Planning Committee, Wadworth & Co and the DACT.

The club's public profile and demonstrable community benefit is very important during this period, as well as a forward-looking strategy that continues to make the case for development of the club.