

THE HOLBROOK CLUB

MINUTES OF THE ANNUAL GENERAL MEETING HELD AT THE CLUB ON THURSDAY 19TH MAY 2011 COMMENCED AT 7.00 PM

Those Present: Simon Charman, Adrian Phillips, John Maher, Paul Finn, Lorraine Heather, Jon Campbell, Rod Woodhatch, Barry Wright, Paul Williams, Brian Shaw, Bernard Owen, Rob Jones, Sheila Lewis, Brian Lewis, Vic Razzell, Stephen Hopkins, Joanne Hopkins, Diane Sutton, Robert Devine, David Clark, Paddy Connor, Jan Turner, Carole Charman, Peter Merryweather, Tony Felgate, Ray Sutton, Rob Pearce, Mike Shelton, Mike Costa (29 eligible voting Members in all).

1. Apologies For Absence

These were received from: Ken Willmer, Alan Ruby, Jean Ruby, Eve Alexander, Ian Wassell, Malcolm Shore, Brian Stevens, Don Cork, Doreen Cork, Keith Reed, Paul Greenstreet & Wendy Greenstreet (12 in all).

2. Minutes of Last Year's AGM

The minutes of the last AGM held on 13th May 2010 (copies of which were distributed to Members prior to the meeting) were accepted by those present as accurate & correct & were duly signed off by the Club Chairman, Simon Charman.

3. Club Chairman's Report

There were no questions regarding the Club Chairman's Report (copies of which were distributed to Members prior to the meeting).

4. Presentation of the 2010 Club Accounts

The 2010 Club Accounts (copies of which were distributed to Members prior to the meeting) were presented by David Clark of D A Clark (the Club's auditors).

The key points from the accounts were:

- Turnover, Profit & Expenses were very similar to 2009
- Interest was down from £14k to £7k, in line with market conditions
- £34k profit after tax for 2010 compared with £50k in 2009
- More fixed assets – Play equipment & tennis courts
- £570k asset value of the Club at end of 2010

The accounts were adopted unanimously. Proposed by Paul Finn & seconded by Diane Sutton

5. Approval of the Two General Committee Representatives who have been elected to serve on the Executive Committee

In accordance with Rule 9.1(b), Mr Ray Sutton and Mr Paul Williams were elected by the General Committee to serve on the Executive Committee. There were no other nominations. The AGM approved their election.

6. Election to the Executive Committee

In accordance with Rule 9.1(a), the Club Chairman, Mr Simon Charman, the Club Deputy Chairman, Mr Paul Finn, the Club Treasurer, Mrs Lorraine Heather and four Members' Representatives, Mr Bernard Owen, Mr John Maher, Mr Jon Campbell & Mr Adrian Phillips, all retired from office & offered themselves for re-election.

All the above persons were unanimously re-elected "en bloc". Proposed by Ray Sutton & seconded by Rob Jones.

7. Appointment of Club Auditors

The current Club Auditors, D A Clark were unanimously approved as the Club Auditors for the 2011 calendar year. Proposed by Simon Charman & seconded by Paul Finn.

8. Any Other Business

8.1 Proposed increases to Club Membership Subscriptions from July 2011

The proposal to increase all £9.75 per month membership categories to £9.95 per month, and all £6.05 per month membership categories to £6.25 per month was unanimously accepted by those present. Proposed by Adrian Phillips & seconded by Jon Campbell.

8.2 Constitutional change – Section 11.2 General Committee & Section 12 Annual General Meeting

a. Paragraph one of Section 11.2 to read as per the underlined words:

"The General Committee will consist of one representative of each officially approved Section of the Club. Each Section will have one vote and the quorum for a meeting shall be 40% (rounded down to the next whole number) of the number of approved sections."

b. To delete the last paragraph of Section 11.2.

c. To delete paragraph (e) of Section 12 and re-letter the remaining paragraphs accordingly.

All 3 proposed amendments were unanimously approved. Proposed by Simon Charman & seconded by Rob Jones.

8.3 Constitutional change – Section 11.3 Membership Committee

The whole of Section 11.3 is to be replaced as per the underlined words:

"The Membership Committee will consist of five Club Members, including a Chairman. The latter will be a member of the Executive Committee. The other four members will be subject to annual approval by the Executive Committee at their first meeting following the Club's A.G.M. New mid term appointments to the membership Committee will be approved at the following Executive Committee meeting.

This Committee will elect its own Deputy Chairman from amongst its number.

The Membership Committee will meet at least once a month to consider applications for membership in accordance with Sections 5 and 6.

The Membership Committee will report directly to the Executive Committee at each Executive meeting.

A Quorum for a Membership Committee meeting will consist of no fewer than three members."

The proposed amendment was unanimously approved. Proposed by Simon Charman & seconded by Carole Charman.

8.4 Update on the Club's lease situation with Horsham Football Club.

The Directors of The Holbrook Club (THC) have sent a press release to the West Sussex County Times (WSCT), copies of which were circulated at the AGM. It points out that the 21 year lease mentioned by HFC in their recent press release is by no means confirmed, and that lease negotiations are ongoing.

There were various comments & questions from attendees at the AGM:

'Concern that THC press release wasn't strong enough ... it didn't express that HFC are "chopping through our field". Who is standing up for keeping our sports fields?'

'Won't we lose income if HFC build houses on the field?'

'How can we continue to call ourselves a sports club if we lose half our field?'

'It was requested that an update be published to the membership to let them know that we are speaking to HDC & exploring options'

'HFC are not known for their good business decisions. What's to stop them selling off more land in the future?'

'Is the Executive Committee supporting HFC in their plans to develop half the field?'

'It was suggested that if half the field is taken away then the value of the site reduces. Can we then afford to buy it?'

'It was pointed out that regarding planning; this site is earmarked for recreation facility and immediate presumption against developing. Have HDC said that they will approve the housing development?'

In response, the Chairman and Deputy Chairman confirmed:

We are in a similar position to when HFC planned to build their football stadium at THC, but at least this time the development is away from the club house.

If we get a good lease from HFC (in terms of length, amount of rent, maintenance agreement), then we will back the HFC proposed building plans for the bottom half of the field. The number of houses that might be built is unclear, as there has been no planning application submitted, but it could be in the region of 50 to 70 homes. We are still pushing for an 'agreement for lease', whereby we agree lease terms (in writing) that will come into effect at the appropriate time.

HFC need funding for their new stadium. If they fail to get planning permission for the housing development HFC will probably have to sell the site, which would almost certainly mean more uncertainty for THC.

It was confirmed that THC would lose income if half the field were to go. That is being taken into consideration during lease negotiations.

Most affected will be football, which will lose 1 pitch, and the cricket square will be removed. We will continue to have many other sports at the Club (e.g. tennis, squash, badminton, rifle, archery, and rugby) as well as the remaining football teams. Any loss of income will be part of the negotiations for the rent.

We will be negotiating a new lease that includes a clause to prevent HFC from selling & developing any further areas of Club land in the future.

In June last year our lease expired. HFC continued to demand rent, and we continued to pay it. This was an error made by HFC which has resulted in us becoming sitting tenants, with protection in the form of the "1954 Landlord & Tenant Act". This puts us in a stronger position, for the new lease negotiations.

Ray Sutton is speaking with HDC to see if there are any nearby football pitches that could be used by our football teams, if they are displaced by the proposed housing development.

We are in the process of having the site valued for rental & purchase. It is believed that our sitting-tenancy status has reduced the value of the site.

8.5 Potential spend on replacing our floor to ceiling room dividers

The current room dividers are heavy & present a potential health & safety issue (and need redecorating), so the Exec have approved the budget of approx £40k for replacement. The new room dividers will have runners on the floor. There was a request from the floor, that we check that these new floor runners won't generate a new health & safety issue (for high heel shoe wearers)

8.6 Potential spend on refurbishing ladies toilets, showers & changing area

Options are being looked at.

8.7 Questions from the floor of the A.G.M. were then taken by the Executive Committee:

- 1) Rob Jones – Any news on the Lounge Bar extension?
HFC have said no. We are not allowed to do any significant structural changes as it acknowledges that we have certain tenant rights, which are currently disputed by HFC. We can implement changes needed for health & safety reasons, and (like-for-like) refurbishments.
- 2) Can a counter be added to our website so that we can see how many visitors we get?
- 3) Can we consider adding the discounts that are on the display board in the corridor onto our website, and charge the companies for doing so?
- 4) How much did it cost to implement the Privilege Card?

Answer: Approximately £12k. Income in April 2011 was £1800, but on average the extra income from non-member purchases is just over £1k pm, so the system paid for itself within a year.

There are plans to transition prices so that the member discount is a set %age per group of products (e.g. the discount on all draft beer will be nn%, the discount on all wines will be nn%).

- 5) Paul Greenstreet passed on his vote of thanks to the committee for all the hard work they do.

Meeting closed at 8.10pm.

Signed by..... (Simon Charman, Club Chairman)

Dated.....