



Yeovil Town RRC Committee Meeting Minutes

Location: St John's Ambulance, St John's House, Memorial Road, Houndstone Business Park, Yeovil BA22 8WA

Date: 7th November 2018

Time: 18:30

Attendees: Malcolm Maxted, Steve Warren, Catherine Thompson, Simon Rowbottom, Phil MacQuaid, Denise Byrd, Mel Dodge, Lindsay Saunders, Anita Rufus, June Moule, Pete Jakeman, Rob Adams, James Day, Graham Still, Luke Hicks, Lynne Thumpston, Jeff Watson, Sam Lloyd.

Agenda items

1. **Apologies for absence** – Lesley Nesbitt, Guy Williams, Adam Hawkins, Linda Membury
2. **Minutes of last meeting**

There was a dispute received via email regarding the report on Yeovil Marathon. Bryn advised the minutes should not state he wanted to ban club members from entering. All agreed October minutes were a true and accurate record and remain unchanged.

3. **Officer's reports:**

- **Chairman: Malcolm Maxted**

Email rec'd from Adam thanking everyone helping out with the last two children's cross country.

Pete's Chair – a plan has started gaining momentum to obtain a better chair for Pete and to arrange a relay, hopefully at Southampton Marathon. Still further organization required but things are on the way.

Bungy has been looking at chairs and the one under consideration has been recommended by the 100 marathon club but not yet confirmed due to other issues to consider.

Everyone in the team would need to be marathon fit as there would be a requirement for all to run the full marathon rather than as a relay.

Email received from Sharon Masters who has advised she is H&S qualified and is happy to carry out any assessments for the club.

VLM ballot – places need to be applied for by the club by 5th December so we are just waiting for confirmation of first claim members from Adam to enable us to do this. Then each athlete's name will be put forward and they have until 25th January to complete their registration.

Places were drawn as follows:

1. Adam Batson
2. Richard Bessell
3. James Day
4. Simon Rowbottom
5. Stephanie Breary
6. Darren Ateyo
7. Lindsay Saunders
8. Kevin Dougherty
9. Sarah Howes
10. Yunmi Jang
11. Katie Brooks
12. Samantha Lloyd
13. Graham Still
14. Jeff Watson
15. Steve Warren
16. Emma Swithenbank
17. Daz Swithenbank
18. Gavin Cheethan

- Secretary/Data Officer: Catherine Thompson

GDPR has been circulated and signed off by most committee members, just a few outstanding.

Email received from Brighton Marathon offering club places as an alternative to London. Entry fees are high though around £70 but if any club members are interested please contact club secretary.

- Treasurer: Simon Rowbottom (absent)

Malcolm spoke to Simon regarding the changes recommended by Louise Dale:

1. Reduce cash handling by using electronic pay point for any events as an alternative to cash. This includes race day entries, cake sales etc
2. Cash reconciliation to be completed for each petty cash point (opening and closing etc)
3. The treasury spreadsheet has a lot of formulae in it so there is a risk if anything gets broken then information may be lost. Consider free accounting software that can be accessed by proxy
4. Annual accounts to be prepared from the spreadsheets by Louise as a double check.
5. Approval process for all invoices by relevant Committee Officer before going to treasurer as a double check.

All agreed in principle to recommendations from Louise Dale that these should be implemented.

4. **Club Diary:** Phil MacQuaid

Pub Runs (every Thursday) are now all booked in until 6th December Things might get a little trickier from that date due to Christmas.

5. Race reports

- Wessex Cross Country: TH (absent) – recent event went well and Tim has already approached Sherborne
- Santa Dash 9th December LS:

Banners are now ready so they will go up at the weekend. Shead family approached with final details. Sharon to be approached for risk assessment.

- Yeovil Marathon & Heron Half 10th June: BP (absent – via email)

Various members were concerned that Byn was asking club members not to enter the marathon until March.

It was raised that people were not happy with the tone of the email Bryn sent and that March is too late to prepare for a marathon.

It was agreed by the committee that entry would be allowed and left up to each individual club member whether or not they would hold off entering in case marshals were still required nearer the time of the event.

6. Incorporation of Club:

Malcolm asked to say a few words before the vote took place as follows:

“Incorporation – A Personal View

Earlier this year a group of Club members recommended that the Committee look into the possibility of the Club altering its status from unincorporated to incorporated.

Since the last meeting Catherine has circulated some information to Committee members and asked them to respond by email if they had any concerns. I sent an email to Catherine and I would like to share my views with you.

Firstly, we have a choice either to remain as we are i.e. unincorporated or move a step up to become a company limited by guarantee i.e. incorporated. The third option is to move a further step to become a community amateur sports club or CASC.

Any change in our current status is a major decision for the Club because if we go for one of the other options it would be very difficult and probably costly to return to our previous status. Such a decision can only be taken by the Club as a whole at the AGM.

The Club is currently insured with English Athletics to the tune of £50,000,000 and ARC to the tune of £10,000,000 which covers all training and racing.

We have no property or land or vehicles other than the Club trailer (which we have tried to insure but the premiums are unrealistic). Also, no Club member is paid for their services.

EA lists the advantages of being a company limited by guarantee as

1. Limited Liability

Because it is the Club and not the members who have entered into the Club contracts, members are not personally liable for the full amount. Members only have to pay the amount that they guaranteed when setting the Club up – provided they have not broken company law.

2. Eligible to be a CASC

Disadvantages to becoming a company limited by guarantee

There is more administration – Now Clubs have to file annual accounts, an annual return and Director's details at Company House. Every time a Director is appointed or removed that also has to be filed and fines are made for late filing. Because the Club is now a company, the Committee members become Directors and have duties and responsibilities according to company law.

Although it will not affect me as I will be standing down as Chairman at the AGM, I personally would not be prepared to sign up as a Director until I knew more about my duties and responsibilities according to Company law.

The question you have to ask yourselves as Club members is whether if we go for incorporation you would be prepared to become a member of the Committee and by doing so, take on the new duties and responsibilities. If we go ahead with incorporation and Club members are not prepared to become Committee members the whole Club is in danger of folding.

English Athletics recommends that before proceeding consultation with legal and tax experts is advisable and I would support this. We pay a lot of money to EA and I would suggest that we utilise the facilities that they offer. As far as I know we have no Club members who are lawyers or tax experts who would be prepared to help us out.

I have made contact with an EA adviser and gave him a brief outline of the Club and our dilemma as to whether we change our status. His initial reaction from the conversation we had was that incorporation was probably not necessary but he recommended the following:

Firstly, that the matter should be discussed at the next committee meeting and a decision made as to whether the Club wished to continue with its current status or chose to explore the concept of incorporation further (Catherine has also indicated that she would support such a vote).

In response to a question from Steve Warren as to how we should proceed if we wished to investigate incorporation further, I informed him that EA advised the following:

Any Club or Committee member who has concerns or queries about proceeding to incorporation should email them to me (The Chairman) by Monday 19th November. I will collate the queries and then email them to the EA adviser.

He will then try resolve our queries and will talk to his colleagues in the legal department if necessary.

When he has done that, he is also prepared to come down to talk to the Committee and possibly the Club.

Therefore, if the vote is in favour of further investigation of incorporation, I propose that we take up his offer but that we also form a small sub-Committee probably five Committee members to take this matter forward.”

Catherine presented a summary of the differences between incorporation and unincorporated:

- Financial – the club would have a requirement to file annual accounts. This is something we already do so would only mean our accounts would be submitted externally in addition to being published for club purposes. We would be liable for corporation tax on trading income but as an unincorporated association we already are so this would not change.
- Additional duties – there would be no additional duties required of current committee posts with the exception of treasurer due to the additional financial responsibility of account submission and secretary who would be required to update companies house when there are changes in committee.
- Liability of committee members – as an unincorporated association the committee members are liable for any debts of the club. These would most likely arise from a private claim against the club as a result of injury, for example. If the club were incorporated by guarantee there would be a nominal liability – usually a £1.
- Insurance (ARC and EA). The club has public liability insurance for various activities (club runs, training and events) which covers our liability to the public in the event of negligence. All policies have a claims limit so a private claim could be made in the event that the insurance companies deemed the club did not act negligently or if the limit of the claim was reached and no further amounts paid. If this were to happen, each committee member could be held liable to pay
- Finally, it was clarified that CASC is not a benefit of incorporation. This is a separate avenue that the club could choose to pursue either as an unincorporated association or an incorporation. The benefits of this would mainly be financial as a CASC would be entitled to a tax relief on trading income, i.e. we would not have to pay corporation tax on annual turnover under the government threshold (currently £50,000). There is no tax relief for unincorporated associations or limited companies.

Once all the information had been presented the committee were asked if they had any questions:

Q: It was asked if limited companies could only have three directors as this used to be the case.

A: This has changed and now a company can have a maximum of 15 of directors (more in some circumstances).

Committee members agreed to a vote in principal. MJM stated that only first claim members would be allowed to vote and cited the constitution. This was disputed however, did not affect the result of the vote.

The committee voted in favour of remaining an unincorporated association and this included two votes from absent committee members (one for and one against).

UPDATE – the decision to refuse second claim votes was challenged on principle and it was found to be incorrect and an apology issued.

7. Focus group report: Anita Rufus

- The first essential roles have been drafted and will be circulated to those who are currently in post with these roles. The focus groups will then look at feedback received from these to finalise. Then we can make recommendations for non-essential roles and highlight any potential new roles that might be required for the committee's consideration. Anita highlighted that the process is about responsibilities specific to the role not the people who currently carry out the various activities. For example, Anita organizes the awards night but this would most likely all under the role of social secretary. This doesn't mean to say she Anita could no longer do this, but she would report to the social secretary to keep the person in that role in the loop and the committee updated. This will also help with the club's lined of communication and for members to see who does what.
- A code of conduct to be written
- Complaints/grievance and other club procedures to be reviewed

8. A.O.B.

- Graham Still has been helping some runners on a Saturday with good results and is happy to continue to do so. He suggested an official club training session on a Saturday morning for club members who would like to do a 10k in under an hour. The sessions would last approximately 45 mins to an hour. He is hoping to start this group in January, probably using Martock 10 as a race for PBs as it's pretty flat. Committee agreed that this can be adopted as an official club session.
- Graham also suggested a "Single Parents" award as it is a lot harder for mums and dads to get out. It would be nice to see a parent to get rewarded for their hard work. Whilst everyone thought this was a good idea the practicalities of it were thought to be too hard – firstly because this is not data that the club would collect and also because it may be a sensitive subject.
- Medical emergencies – run leaders, phones, ICE. Proposed that every run leader has a phone or they are responsible to ensure that a member of the group has a phone. Used to be a run leaders booklet – this needs to be checked. Agreed to adopt a policy with immediate effect of at least one phone to be in each group. Run leaders book to be reviewed by MM timescale by AGM.
- Newsletter – it has been suggested a few times that we have a club newsletter. Catherine recently circulated the revised new member welcome letter via mail chimp and this was received well with positive feedback. Catherine suggested that we do a monthly circular to tie in with the committee meeting minutes being published with a few diary dates, etc and links to the website so we can drive people to use this rather than facebook. All were in favour of trialing this to see how it goes. Club members can opt out from receiving newsletter and mail chimp processes this and will exclude these from future mailshots.
- Awards night going well.

| Action items | Owner(s) | Deadline | Status |
|---|-----------------------------------|-----------------------------|--|
| Track night sign in forms to be GDPR compliant | Catherine Thompson | November Meeting | overdue |
| Spreadsheets to be confidentially destroyed | Adam Hawkins | September committee Meeting | Complete as per agreement with new GDPR policy |
| Marshall request template to be set up for use of all RD's | CT & all RD's | September committee Meeting | Overdue but now in progress |
| Volunteer role mapping | Focus Group | Dec meeting final draft | In progress |
| Subject access forms to be published | Catherine Thompson | October committee meeting | Overdue |
| Signatories on account to be updated | Simon Rowbottom | April | In progress |
| Louise's recommendations to be implemented | Simon Rowbottom | Timescales tbc | In progress |
| Run leaders booklet to be brought up to date and reintroduced | Malcolm Maxted | AGM | In progress |
| VLM club places to be confirmed, applied for and allocated | Catherine Thompson & Adam Hawkins | Dec Committee meeting | In progress |

Next Meeting:

Location: St John's Ambulance, St John's House, Memorial Road, Houndstone Business Park, Yeovil BA22 8WA

Date: 5th December 2018

Time: 18:30