

Minutes of the 98th AGM of the Ashtead Bowling Club held in the Club House on Friday, 22nd November 2018

Agenda Items and reports.

Before the start of the meeting the Secretary welcomed Richard Cunningham from our Solicitors, Wellers Hedleys, who has agreed to explain the major points of the proposals. There were no objections to his attendance.

1. Apologies for Absence.

There were 15 apologies received, 55 members attended.

2. Minutes of the AGM held on 15th Nov 2018 and the SGM on 17th January 2019

These were approved and signed.

3. Matters arising.

None.

Prior to confirming the appointment of Officers of the Club, the Secretary asked those present to make an effort to talk to some of the 90 members, who did not bother to attend, to find some replacements for the Officers next year as a number of positions will become vacant and will need to be filled. Committee members are available to explain roles to those who might be interested.

4. Election of President

Brian Levens was duly re-elected as Club President.

5. Election of The Executive

The Membership accepted all nominations for the Club Executive there being only one nominee per position. They were:-

Chairman	Keith Merrett
Hon Sec	Neil Attwood
Hon Treasurer	Alan Huxtable

6. Election of Officers

The 3 captains were confirmed as Officers of the Club

Men's Captain	Mike Brent
Ladies Captain	Carol Wildig
Mixed Captain	Pamela Bennett

7. Officers of ABC

The following were also re-elected

Facilities Manager	Brian Levens
Green Ranger	Peter Webb
Bar Manager	Brian Levens
Caterer	Jackie Sanders
Membership Secretary	Pam Bennett
Competition Secretary	Ian Guthrie

8. Appointment of Hon. Examiner

Bryan Elphick has agreed to continue as Examiner and sign the Accounts.

9. Treasurer's Report

Copies of the signed Accounts are available have been distributed by email. The Treasurer confirmed that subscriptions would be rounded up to £135 and Green Fees to £3. Associate members fees would remain unchanged. Fund totals remain close to last year although we have had a number of expensive items, this is thanks to the 'Harry Hunt Fund' which the club has not had to refund.

10 Chairman's Report

A copy of the Chairman's Report is attached.

The Chairman then invited Richard Cunningham to elaborate on the Proposal to become a Company Limited by Guarantee and a Community Amateur Sports Club (CASC). He explained the reasons and advantages and also why the process and format had changed to make it as simple as possible. He then accepted questions from members.

11 Agenda Items

i) The proposal to include a number of items in the Bye-Laws into the Constitution.

This was Proposed by the Secretary and Seconded by the Chairman and unanimously approved by the members. The Secretary advised he had received further amendments today and these would be included for approval at the SGM.

ii) The proposal to call a Special General Meeting to approve the Club applying to become 'A Company Limited By Guarantee' and also to apply for a 'CASC' status.

This was Proposed by the Chairman and Seconded by the Secretary and unanimously approved by the members.

The Chairman then thanked the Members for their support on this, he added that to move forward the Joint Playing Committee had played a big part in taking all aspects of 'Playing' from the Management Committee and in particular allowing him and the Secretary to concentrate on the proposals. A great deal of discussion had taken place with the Cricket Club in getting the Licence Agreement which had been drawn up for us by Wellers Hedley for spaces in the Car Park and this will continue regarding our new sub-lease that we can shortly start negotiating since the CC had signed their Lease with Ashtead Sports Club for a further 99 years.

He also asked Members to consider the Club in their Wills or when leaving a Legacies. This would greatly assist the Club in controlling Membership Fees for future generations.

Finally he explained that with the changes we are proposing and a new Sub-lease we shall be in a position to consider upgrading the Club House. We have had talks with Active Surrey and they confirm that there is money available for Grants through organisations such as 'The London Marathon' and 'Ride London/Surrey' Charities and others.

12.Any Other Business

i) 2021 Centenary

Neil Attwood stated that as we are now only a year away from our Centenary, a number of processes have been started. Steve Brett our Fixture Secretary is in contact with Bowls Surrey and will be discussing a match against the County also of hosting an ESL v Surrey match. We are also in contact with the Royal Household Bowls Club and hope to arrange a match with them (I do not think any members of the RH actually play!)

We shall have a Raffle and am applying for a Licence to enable us to sell to friends and family as well as other clubs. We have confirmation from Style Cruises, Ashted, that they will offer us a first prize of a cruise for two persons. 7500 tickets will be printed and a sale target of 5000 will enable us to subsidise much of the year's activities. Amongst this will be a personalised Centenary Shirt for all playing members and other items for our playing guests. Any suggestions of other activities or additional sponsoring contacts will be gratefully received.

Following this year's poor take up of the Dinner Dance, I shall not be organising anything similar and as previously members agreed to a 'Low Key' Celebration, we shall comply.

There being no other items raised, the Club thanked Richard Cunningham for attending and appreciated what he was doing for ABC

The meeting closed at 9.18pm and the Secretary confirmed that next year's AGM would be on Thursday 19th November and the date of an SGM would be advised.

Chairman's Report

It was March 2019 that I produced a briefing note for the management committee on the Future Structure and Governance of the club. I am about to apologise for the length of this Chairman's Report which with the help of Richard Cunningham from Wellers Headley updates the position on Future Legal Structure and Governance but also covers future investment in the club and the situation with the Cricket Club. The issues remain complicated and interlinked and there remains no way that some detail can be avoided. However please remember that the proposal at this AGM is that we have an SGM (it will be in the New Year) on the details of incorporation and CASC status, what we are asking you to agree to is the need for an SGM to cover these issues.

Future Legal Structure and Governance

The good news is we have made progress following the SGM on 17th January 2019 when we changed the Constitution to enable us appoint replacement trustees to the 1964 under lease. New Trustees have been appointed for the 1964 under-lease and their title has been registered with the Land Registry Office. As Richard Cunningham warned us the LRO proved to be a law unto themselves but we recently received confirmation from Richard that the change in the trustees has now been accepted and the title transferred to them. We are now in proper control

of the appointment process for trustees in future and I have asked Neil to become our Director on the Board of Ashtead Sports Club Ltd and to hold all the shares, bar one, in trust for members. After discussion with Ants Peters we have upgraded his shareholding from ½ to 1 share again held under trust. Ants will not become a Director. These changes are agreed with Ashtead Sports Club Ltd and were passed at their recent AGM.

Before proceeding further I want to explain why the club owes a great debt of gratitude to Richard and his team at Weller Headleys. When Neil and I realised the potentially serious nature of our problem with the 1964 under lease we asked Julie West Solicitors for advice on the situation and the future action we should need to take to resolve it. Their response was technically very thorough (it cost us £1,000) but the proposed way forward was complex and expensive. I will not bore you with the details but suffice it to say their cost estimate to resolve the issue of title was between £5,000 and £10,000 plus third party costs. This would have blown a major hole in our reserves and yet we could not ignore the advice because we had no title to the 1964 under-lease (that had now passed to the descendants of the now dead trustees) and could not therefore negotiate with the cricket club on the future under- lease which is vital to provide future security of tenure for ABC.

I asked a solicitor friend of mine if she knew a pragmatic property lawyer and she said “yes” and introduced us to Richard. Neil and I met Richard and explained our situation. He said he was confident there was a more pragmatic way of doing things but warned us that the Land Registry were a law unto themselves and refused to bill ABC unless and until the approach succeeded with the LRO. He said that his charges would be “reasonable”.

Anyway his recommended approach began with the SGM and has proved successful. His charge was more than reasonable as it was £295.00 plus vat and included a charge of £50 from the LRO!! Compare this to £5,000 to £10,000 for achieving the same objective.

Car Parking Licence, Incorporation, CAFC status and the New Lease

I do not propose to go through the car parking changes in detail, suffice it to say that we did not expect to have to deal with changes to the car parking prior to the agreement of the new under-lease but thanks to Richard and his team (who drafted the licence) we have an agreement in place that will last until the new under lease is signed. (the agreement went through 4 iterations with Ian Guthrie , Neil and I before being passed to ACC and Richard (who clearly likes the number £295, as should we) charged us another £295 for the legal advice on the car parking situation and the license). I have shared with you previously Richards advice on our legal position on the car park and if you have any questions for him he is here to answer them. It is his recommendation that we incorporate and apply for CASC status. He will be explaining the reasons for these recommendations and once again he will answer any questions you have. Before I hand over to him I would just like to say that Ashtead Sports Club Ltd has now granted Ashtead Cricket Club a new 99 year lease which confirms their authorisation for ACC to grant us a new under-lease for a similar period. Subject to the agreement of ACC Richard has agreed that Wellers will prepare the new under-lease with ACC’s lawyers reviewing it for ACC. We are satisfied this will be the most cost effective way of moving this forward.

Once Richard has explained the reasons for his advice and the question and answer session has concluded I will make some final remarks on:-

1. Volunteering
2. Joint Playing Committee
3. Wills and Legacies
4. Future investment in the club

(Items 1, 2, 3, 4 form part of the AGM minutes)