

BREDON STAR R.F.C. Ltd. est. 1991

Incorporating
Bredon Star Junior Rugby

(Affiliated to the Rugby Football Union, North Midlands RFU
and Worcestershire & Herefordshire RFU)



Minutes of AGM Sunday, 27th September 2015 @ The Clubhouse @ 7.00pm

Attendees:

Kevin Falvey, David Newcombe, Adrian Bawdon, Suzie Matty, Scott Jameson, James Stephens, Stuart Doust, Steven Buffin, Kieran Matty, Mike Hickey, Gavin Maber, Stefan Lasota, Simon Booth, Paul Evans, Shane Collins, Chris Washbourne, Russell Collins, Adam Gallagher, Gemma Greenwood, John Oliver, David Manns, Andy Dickinson, Mark Dowdeswell, Meryl Falvey.

1. Appoint Chairman for the Meeting

DN welcomed everyone and KF was appointed as Chairman for the meeting.

2. Apologies for absence:

Rob Antonelli, Tom Llewellyn, Malcolm Dunn, Dave Molyneux, John Calvert, Tommy Spry, Neil Evans, Pierre Molyneux, Darren Gamble, Callum Potter.

3. Approval of the minutes of the AGM held on 14th September 2014

Published on the website. Approved unanimously.

4. Matters Arising – if not addressed elsewhere in the minutes

None.

5. Club Chairman's Report on the Club's Development throughout the 2014/5 season

Kevin Falvey thanked everyone for attending the AGM, the 4th since our Incorporation as an Industrial Provident Society and our 1st to be held in our new clubhouse.

As a CASC the club has to follow some strict HMRC guidelines around the running of the club and payments to key personnel and DN will talk more about this later in the meeting.

KF thanked the Junior Section Chairman – SJ and his committee, who have once again had a very successful season both on and off the field. The Junior Dinner was yet again one of the highlights of our social calendar.

Both Club sections are working very well together with committee meetings well attended and with a number of senior players now working as coaches within the junior setup.

KF reported that the club's deal with Raging Bull for merchandise had now ended. The club has moved to Samurai. Kit has been ordered for our club coaches with 'RED' as the predominate colour. Our newly formed Ladies team are wearing Samurai and the new 1st team shirts and u11 shirts have been ordered.

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It is good to see players and supports alike wearing club colours on match days and while out and about in general. It is good advertising for the Club. Please watch our website for details of the launch of the new club shop.

KF thanked all of the club's sponsors.

Last season we were again able to host a Vice President's & Sponsors day lunch as well as the Varsity match between Prince Henry's High School and Tewkesbury School. Both events were very well received and are something the club wishes to continue.

From the senior playing side, this last season has been very hard work. We managed to stay in Gloucester 1 and the season culminated in us winning the Cheltenham Combination Cup.

We managed to get the 2^{nds} (RATS) a run out a couple of times and the VETS also had a couple of games too.

KF thanked the coaching team of Stuart Doust and Mark Stephens, ably supported by the 1st Team Manager – Kieran Matty, all of whom have done a great job with a small pool of players.

KF also thanked Mike Hickey for his commitment as the club captain over the last season.

Thanks has to go also to our wonderful Ladies Team, 42 ladies have come together this season to form this highly successful touch rugby squad. A very special thank you to their coaching staff, Stu, Kieran, Tank, Ian & Ross.

For the coming season, we have added a number of players to the first team squad and see Tom Llewellyn come in as Club Captain.

The 2nds have already played a couple of games and are ably managed by Mark Dowdeswell. It is planned for games to be played every other week this season with us joining the Gloucester Merit Table League.

The VETS have a game next weekend against the CBE's, and this game will be played at Tewkesbury, with more planned and again managed by Mark.

The Ladies will continue to train throughout the winter and will have a full calendar of events arranged for next summer.

The Club House Project has taken a lot of hard work from a number of people, but particularly from Adrian, Dave, and Rob, as well as all of you, the members of this club.

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The fundraising effort has been amazing and KF thanked The RFU, Sports England, Severn Waste, Wychavon and all the Club Volunteers who have raised the £215k needed for this project.

However, we would be nowhere without the total dedication and commitment from Adrian, who has just about given up his life to this project over the last 3 years.

KF thanked the club's unofficial sponsors and volunteers who contribute in so many unseen ways, again too many to mention, but you know who you are! In addition, Our Landlords :-

- Adrian Darby – Westmancote Site
- Bredon Cricket Club – for use of their facilities each Sunday
- Bredon Parish Council – Bredon Site

Finally, KF thank ALL of the club's players, coaches and supporters.

6. Junior Section Chairman's Report on the Junior Club's 2014/5 season

This is Scott Jameson's 4th season as Junior Chairman and 6th Coaching. SJ stated that he is proud of the quality, attitude and general portrayal of the club by coaches, parents and players alike.

U13's won the County Championships under guidance of JO and his coaching team.

Silver wear was also gained by the U7's at Worcester Festival, U8's at Stratford Festival and U10's at GRFU.

Challenges faced by U16's as ever and although team has folded many thanks to Mark Dowdeswell for all he has done.

Whole Club Accreditation has been achieved, showing our commitment to development and welfare, this is a great marker against some of the larger clubs.

Phil Ball has come in as a new sponsor for the club – covering kit for the U9's, Bang and Olufson are sponsoring the U12's kit.

Welcome to new players and also Steve Jenkins, Jay Adams and Russell Collins as coaches.

U10's/U11's and U13's have each enjoyed post game meals in the clubhouse – number 1's etc, starting to nurture the club ethos and entice parents into the clubhouse.

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Thanks to Louise and Lisa for providing the catering at Westmancote throughout the season.

Also to Phil Turton for running the GCHQ tuck shop, the welfare fund is used to give opportunities to some of the children who wouldn't otherwise be able to play rugby – trying to promote the message that lack of funds are not a barrier to playing rugby.

Looking to the coming season, plans to capitalise on advertising opportunities at Westmancote, call for more support from members of the junior section, currently jobs to fall to too few.

Thank you to David Manns and Steve Fowler who are leaving the junior committee.

Final thank you to the coaches and a call for more of the 1st VX to get involved.

7. Financial Report and Presentation of Accounts – Chair of Finance

Adrian Bawdon presented the club's annual accounts. Summarising the various areas of cost.

Busy year financially with over 2000 transactions last year. Club is still hugely reliant on sponsorship, many thanks to RA for all of his work. Even with clubhouse works there is a surplus of £7.5k which is a great achievement.

Clubhouse completed with £133k of grants, which is incredible, turnover of £40 from opening to end of May generating a £15k profit. This will be put back into the club which should enable us to move forward significantly.

No corporation tax liability – but this has posed some challenges along with a shift in CASC regulations. DN will talk more about this.

8. To consider as a special resolution any additional or alteration to the rules of the club duly proposed in accordance with Rule 9.5

In accordance with Rule 9.5; the following motions were requested to appear on the Agenda of this meeting:-

1. That the Officers of the Club for the year 2015 -16 should be modified so as to include the roles of; President, Chairman, Junior Chairman, Chair of Finance and Secretary
2. That recent modifications to the CASC Rules (HMRC) require that both the Membership Structure of the Club and it's Corporate Structure be modified so as to ensure that Bredon Star RFC Ltd. remains within the qualifying requirements of the new CASC Structure.

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It is proposed that a working party be duly elected by the Executive Committee, which is empowered to complete the required restructuring works without further reference to the Clubs Membership.

Proposer (both motions): Adrian Bawdon

Seconded (both motions): David Newcombe

Unanimously supported.

Prior to the vote being taken DN provided some information to the meeting:

All organisations are liable to corporation tax whether incorporated or not and Bredon Star RFC is no exception to that. However, legislation was introduced some time ago to reduce the tax impact on sports clubs and in particular it gave certain tax breaks if the clubs were eligible for 'CASC' status. CASC stands for Community Amateur Sports Club.

Recently these tax breaks were extended so that in future as long as a CASC organisation's trading income is less than £50k pa and its property income is less than £30k pa, then no corporation tax is payable. However if these limits are exceeded then tax is payable on all of the profits not just the excess.

Furthermore CASC status gives 80% relief from business rates. These two benefits are together worth about £7k to £8k a year to Bredon Star RFC.

However when they increased the tax free limits they also tightened up the rules to gain CASC status. In particular they said that to be a sports club rather than a social club at least 50% of the members needed to participate in the sport at least once a month during the season.

Sadly they said that parents taking their children to the club and watching them play was not participating.

However helpfully they have also said that juniors who are not members because they are not old enough to legally have a vote, but in all other respects are members will count as members in calculating the 50% threshold.

Under our old membership rules both of the parents of junior players became members of the club when they paid their child's subscription so in the past well over 50% of our members were non-participating so if we do not make a change we will lose our CASC status which would as I have said would cost us dearly.

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Broadly therefore we reluctantly propose to withdraw the club membership that was automatically given to parents and by doing this we will pass the 50% rule and therefore retain our CASC status.

In typical Inland Revenue thinking, there is no link between corporation tax and VAT and there is no CASC relief in relation to VAT.

The income that we derive from the bar has the potential to push us over the VAT limit. If that happened we would either have to push up bar prices and membership fees up by 20% or alternatively suffer the loss of the income by making current bar prices and membership fees inclusive of VAT. Either way it is very painful.

We have consulted with the RFU on this as well as on the CASC issue and they have been very proactive as many rugby clubs are facing the same problem. Their recommendation is that we form a wholly owned subsidiary that will run the bar and by doing this we split off the bar revenue from other revenue streams keeping us below the limit for VAT.

Making these changes to our constitution is no simple matter but helpfully the RFU have already produced some draft documentation which will give us a head start and save us some fees. However, a lot still needs to be done.

It is therefore proposed that a sub-committee is formed to see these changes through.

9. To consider a resolution disapplying the provision of the Act relating to the obligation to appoint Auditors.

Proposed by Adrian Bawdon,

Seconded by Kieran Matty

Carried unanimously.

10. To Elect the Officers for the ensuing year.

President - Dave Newcombe

Immediate Past President - N/A (as this does not come into effect until Dave stands down).

Secretary - Suzie Matty

Chair of Finance - Adrian Bawdon

Club Chairman - Kevin Falvey

Junior Section Club Chairman - Scott Jameson

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Proposed by Kieran Matty

Seconded by Stuart Doust

Carried unanimously.

11. Election of Committee Members

Thanks to Rob Antonelli, Mike Hickey and Pierre Molyneux who are standing down.

Andy Dickinson, Tom Llewellyn, David Manns, Kieran Matty, Callum Potter

All the above have indicated their willingness to stand.

Proposed by Meryl Falvey

Seconded by Tommy Spry

Carried unanimously.

12. To Elect Vice Presidents

Ian Ritchie - RFU CEO

Proposed by Rob Antonelli

Seconded by Kieran Matty

Carried unanimously.

13. To confirm election of Honorary Members (made by the committee during the preceding year)

Mark Stevens and Stuart Doust

Proposed by Kieran Matty

Seconded by David Manns

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Carried unanimously.

14. To consider any other motions of business duly proposed in accordance with Rule 9.5

None.

15. To consider any other business of which due notice shall have been given.

None.

16. Any Other Business (upon with no voting shall be allowed)

Stefan Lasota asked why the club is not entered into a National Cup. KF responded explaining that as a North Midlands Club playing in the Gloucestershire league neither entity consider us eligible to enter their cup. Action will be taken in the form of a letter to the North Midlands RFU requesting clarification.

KF stated that honours boards will be going up in the club house next week.

Geoff and Linda Harding confirmed that planning permission has now been granted to the Football Club for the extension incorporating a skittle alley etc.

KF thank all for attending the meeting.

Meeting Closed.

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