

Title	Notes
	<b>INTRODUCTION</b>
<b>Present</b>	<p>M.Kirk, S Hayes, M Firth, S Ellson, M Ward, J Westcott, D Newman, D Boniface, D.Crookes, J.Francis, D Hogan, D Dover, M Dean, C Wallis, M Dean, M Walters, S Wooler, A Worthington, J Johnston, M Adams, J Quillam, P Quillam, L Hutton, G Bezais, A Lowe, M Begg, R Lennard, D Parkins, M Goodliffe, G Haywood, C Garlick, G Garlick, J Evans, O Gehring, J Worrall, D Harris, J Stevens, R Sussum, S Yule, P King, J Stevens, M Eccles, A Yule, J Graham, M Freer, R Freetha, S Kirk, S Bel-Barco, W Aston, R Adams, J Youens, M Field, J Morgan, s Graham, B Criddle M Hicks, A Haywood, J Masters, R Norman, J P Whitehead, S Mann, C Noble, J Kelly, P Gunn</p>
<b>Welcome from Chairman</b>	<p>I would like to welcome each of you all here this evening.</p> <p>Can I please ask for the following to enable us to proceed through the Agenda and help everything run smoothly?</p> <p>If you want to ask a question tonight please raise your hand, when you are asked to speak, stand up and state your name, not just for the minutes but for the benefit of your fellow members who may not know who you are. I would ask that you refer all questions to the front and not to each other.</p> <p>We have a lot to get through, if you can keep your questions and debate brief.</p> <p>Please show respect, listen to each other and only one person speaking at a time.</p> <p>Thank you</p>
<b>2.Apologies</b>	<p>Apologies have been received from the following Members:</p> <p>John Overy, Paul Welling, Sam Clapham, R Newton, M Newton, G. Cato</p>
<b>3.Acceptance of EGM Minutes.</b>	<p>Please can I have someone to propose and Second</p> <p>J Stevens requested a note in the EGM minutes was amended to show the words were spoken by M Kirk not J Stevens.</p> <p>J Stevens asked if the reserve of £48k shown in the last year accounts were carried forward.</p> <p>M Firth replied explaining this was a carried forward to next page where expenditure was detailed and there was no reserve</p>

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	<p>Vote:</p> <p>Proposed D Newman</p> <p>Second P King</p> <p>The minutes were approved by the meeting..</p>
<p><b>4. Chairman's Report</b> <b>Steve Hayes</b></p>	<p><b>Rugby</b></p> <p>Last season has been truly phenomenal in every section, Mike Ward and Jon Westcott will report soon, I won't steal their thunder other than to say very well done to every participant.</p> <p><b>Volunteers</b></p> <p>A huge amount of work is carried out behind the scenes, things don't just happen people make them happen. I would like to personally thank every person who puts in time and effort to improve the club especially the Management Committee who support me and contribute over and above what is expected.</p> <p>End of Season events again take a great deal of arranging, I would like to thank everyone who helped, it does not go unnoticed, without these much-needed funds we would struggle to make ends meet.</p> <p>Marketing, Social Media and Fundraising are still areas we do not have representation for, I will continue to ask, we have the knowledge in the club people just have to step forward however, they need to be appreciated and not bemoaned.</p> <p><b>Finances</b></p> <p>As agreed at the EGM in December we will present financial accounts in September, for this meeting we have prepared Management Accounts.</p> <p>I will hand over to Mark to present these.</p>
<p><b>5. Management Accounts 2016/2017</b> <b>M Firth</b></p>	<p>Management Accounts see Attachment 1</p> <p>Period covered in these Management Accounts is a 13 months year – 1st May 2016 to 31st May 2017. • The period covered was extended this year on advice from our accounts Ashby's of Pitstone to cover the anomaly of having income in March and April and outgoings in May for such events as The Players Dinner, M&amp;J Awards and the Annual Ball/ Summer Party. Previously accounts straddled 2 years, which skewed the returns</p>

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	<p>members were seeing. • Therefore, the period in these management accounts includes outgoings for 2016 summer ball, 2016 Players Dinner, income from bar and auction of those events. • Management Accounts are kept up to date by the elected treasurer of Tring RUFC on behalf of the Executive Committee, monthly income / outgoings information are given to the Executive Committee by the treasurer, these will differ from the accountants end of year accounts in look and feel as we apportion monies in / out to sections of the club throughout the year who each have a set budget agreed by the Executive Committee in June of each year, this allows the Executive Committee to monitor potential shortfalls and issues, whereas the accountant will put them into differing sections that are historical in look and feel to Tring RUFC members. • Monthly outgoings, are approved by 2 of the Executive Committee prior to payment, then these approved expenditures are paid by the clubs treasurer and sent monthly to the clubs current bookkeeper (Cloud Bookkeeping, Watford) who check outgoings and income streams against bank statements, apportions them to their Sage P&amp;L accounts system and configures our VAT returns to HMRC. • Our accountant will receive the bookkeeper's calculations shortly and the associated paperwork for final checks before completing the accounts for the Tring RUFC members to review at the EGM in September 2017.</p> <p>5 YEARS AGO I TOOK ON THE ROLE OF TREASURER; THIS IS MY LAST PRESENTATION OF ACCOUNTS FOR MEMBERS.</p> <p>THE DOCUMENT YOU HAVE TODAY ARE MANAGEMENT ACCOUNTS, EACH SUMMER, HEAD OF SECTIONS OF THE CLUB SUBMIT THEIR PROPOSALS FOR THE FORTHCOMING YEAR, THESE ARE APPROVED BY THE MANAGEMENT EXEC AND MONITORED THROUGHOUT THE YEAR.</p> <p>I MANAGE THE DAY TO DAY FINANCE ISSUES AND THEN MONTHLY, AN EXTERNAL BOOKEEPER COLLATES EACH MONTHS INVOICES/ OUTGOINGS/ BANK STATEMENTS AND PRODUCES INFORMATION AND QUARTERLY VAT RETURNS ON OUR BEHALF.</p> <p>THE MANAGEMENT ACCOUNTS YOU HAVE, AND ASSOCIATED PAPERWORK ARE NOW BEING SENT TO OUR ACCOUNTANTS – ASHBYS IN PITSTONE, FOR REVIEW AND APPORTIONING OF MONIES INTO HISTORIC SECTIONS FOR WHAT SHOULD BE THE FINAL SET OF ACCOUNTS FOR OUR UNCONSTITUTED CLUB.</p> <p>THIS YEAR THE INTRODUCTION OF THE NEW TILLS IN JANUARY ENABLED US TO TAKE PAYMENTS FOR EVENTS SUCH AS PLAYERS DINNER, END OF SEASON PARTY AND SOME VP LUNCHESES, HENCE THE REVENUE STREAM FROM THAT SECTION HAS INCREASED. THIS MEANS THE BAR REVENUE ALSO INCLUDE MONIES OUT FOR 2016 BALL AND SOME REVEUES IN FROM ASSOCIATED AUCTION/ HEADS AND TAILS AND OF COURSE BAR SALES FROM THE NIGHT.</p> <p>I WOULD LIKE TO POINT OUT THAT IN THE PAST 5 YEARS, NEITHER I NOR THE EXEC COMMITTEE HAS EVER DENIED ANY SECTION MONIES OR REQUESTS FOR MONIES TO BE MADE AVAILBLE, YES, WE HAVE SOUGHT THE BEST DEAL FOR WHATEVER WAS ASKED FOR, AND THEN FOUND THE MONIES</p>

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	<p>– EVEN IF THIS MEANT THE SECTIONS ORIGINAL ANNUAL BUDGET WAS GOING TO BE BREACHED.</p> <p>THE ONLY DISAPOINTMENT I HAVE AFTER 5 YEARS IS THAT THE CLUB IS STILL NOT 100% SELF SUFFICIENT, EACH YEAR, GENEROUS BENIFACTORS HAVE STEPPED UP, TO PAY FOR ONE OFF PROJECTS OR TO SEE US THROUGH CASH FLOW ISSUES . WE STILL HAVE NO “RAINY DAY” FUND , AS PEOPLE SEEM WANT TO LIVE BEYOND THEIR MEANS OR SPEND MONIES EARNED 2 OR 3 TIMES OVER, THIS NEEDS TO BE ADDRESSED GOING FORWARD.</p> <p>SO IN 5 YEARS AS TREASURER, 2 YEARS OF LOSSES AND 3 YEARS OF SMALL PROFITS – MAYBE A MID-TABLE RESULT BUT AT LEAST WE ARE STILL IN THE GAME!</p> <p>S Kirk asked how much Benefactors contributed to the Club</p> <p>M Firth Approximately £20k in funds but varies each year</p>
<p><b>6. Rugby Reports</b>  <b>DOR</b>  <b>Mike Ward</b>  <b>Chair M&amp;J</b>  <b>J Westcott</b></p>	<p><b>DOR Mike Ward</b></p> <p>Well what a season, the most successful one I can remember</p> <p>1<sup>st</sup> team win London North 1 promoted back into the National leagues                  2<sup>nd</sup> team won merit table 1 and Merit table 1 final                  3<sup>rd</sup> team win merit table 4 final including a cameo appearance from myself before my calf exploded</p> <p>Academy although they didn't win any trophies had 2 incredible wins at the end of the season beating Bishops Stortford in the league (I can't remember when we last, if ever, beat them) and we beat the eventual league winners, Harpenden, in our last match. Harpenden had not lost for 14 months prior to that.</p> <p>As tonight as I hopefully hand over the reins of the senior team to Dan Bon I would like to thank all the people who have helped us achieve what we have in the last two seasons.</p> <p>When I took this role on 2 years ago the thing that struck me was that the 1<sup>st</sup> team appeared to have been isolated from the rest of the club which is why I wanted to bring Giles in.</p> <p>And I think that the proof is in the pudding now we have a genuine Senior squad not just a first team. So much so that I think the current 2<sup>nd</sup> team would have beaten the 1<sup>st</sup> team I played in and would have probably finished 4<sup>th</sup> or 5<sup>th</sup></p> <p><b>Chair M&amp;J – Jon Westcott</b></p> <ul style="list-style-type: none"> <li>• Firstly, so very proud to be involved in this wonderful Clubs, Minis &amp; Juniors section at Tring. We have a tremendous amount to be proud of with this being the first of its kind in the country.</li> </ul>

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	<ul style="list-style-type: none"> <li>• With around 450 members this is very much at the heart of this club</li> <li>• Over 80 Coaches, Managers, First Aiders work together to deliver first class coaching and match play every weekend of the season.</li> <li>• 9 players in Herts DPP with 4 coming in at U13 the last intake – a testament to the coaching and our great setup</li> <li>• If you have been down on a Sunday you cannot fail to be impressed with the number of children playing this great game.</li> <li>• Another fabulous Hawaiian theme Minis tour to Bognor was clearly a great success.</li> <li>• Other tours in juniors which from my experience went very well – U13, remember what goes on tour stays on tour PLEASE!</li> <li>• Again the Tring Minis Festival was a great success with around 700 players from ages 7-12 playing matches. Food ran short despite optimistic provisions and still sold out, bringing in vital funds to the club.</li> <li>• Our Mini and Junior section continues to go from strength to strength and as has been so aptly demonstrated through the number of players that learned and developed their rugby right here at Tring and gone on to contribute to the success of our 1<sup>st</sup> Team this season.</li> <li>• It is absolutely vital that we continue to develop this pool of home grown players if we are to continue our success in senior rugby.</li> <li>• So I'll finish by congratulating our senior squad in their success and look forward to growing talent at Tring to assure even more success in the future!</li> </ul> <p>JW also thanked Paul Gunn for contribution to M&amp;J section. Jon also thanked Deric Newman for organising the M&amp;J tour to Bognor.</p> <p>JW thanked M Firth for organising the very successful M&amp;J Festival which had over 700 players.</p>
<p><b>7. Election of Officers</b></p>	<p>At the EGM I was stated that all the MC would stand down at this meeting,</p> <p>The list of proposals for MC has been circulated (Attachment 2)</p> <p>As all the positions are unopposed, we are voting for these positions for one year, the only change to the list sent out to you is that John Overy will not be standing on the MC representing Redevelopment but will attend meetings ad hoc to report on progress.</p> <p>Within the Management committee there is a reshuffle of positions.</p>

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	<p>Thank you to Mike Ward who steps down as DOR but has done a fantastic job. He will be taking on a smaller job of Managing the Academy section of the Club going forward. Mike is replaced by Dan Boniface.</p> <p>Thank you to Mark Firth who has also done a fantastic job as Finance Director. Again Mark has agreed to take on a new role as M&amp;J Chairman going forward. Reporting to Mark will be Andy Yule as Mini Chairman. Also thanks to Jon Westcott who steps down as M&amp;J Chair, but again picks up a new role as Junior Chairman.</p> <p>Donna Hogan steps down as Secretary replaced by Deric Newman, but retains other duties as Operations Director pulling the Team together.</p> <p>Mark Firth is replaced as Finance Director by Dan Crookes</p> <p>Simon Elson remains as Systems &amp; Communication Director, with data playing a key role going forward.</p> <p>Jo Francis joins us in a critical role as Welfare Director with key experience in this field. Jo is supported by Lisa Hutton as Safeguarding Officer.</p> <p>Simon Mann joins the MC as Sponsorship Coordinator, a very important and essential role. Sponsorship of the Club is important and we are always searching for new Sponsors.</p> <p>Vote:</p> <p>Please can I have someone to Propose and Second <u>all</u> positions on MC</p> <p>Proposed : M Ward</p> <p>Seconded : D Harris</p> <p>The room agreed.</p>
<p><b>8. Approval of Subscriptions 2017/2018</b></p>	<p>I will now present Subscriptions for 2017/18 as circulated (attachment 3)</p> <p>J Stevens- Why are the VPs subs increasing as we will lose gift aid on the additional donations.</p> <p>M Kirk- replied that we currently only have 30 people that pay a voluntary contribution so this structure will bring in more revenue.</p> <p>J Quillam- Why do we not run events that we can gift aid.</p>

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	<p>D Hogan - We cannot claim gift aid on social events.</p> <p>S Hayes- When we move to a CASC the Social Membership category may need to be removed.</p> <p>J Stevens I disagree it is about participation</p> <p>M&amp;J Parent – What is a VP and what are the benefits.</p> <p>M Kirk- VP's are invited to lunch and can bring a guest, can apply for international tickets, invited to VP Dinner. It is a way of giving something back to the club.</p> <p>Rachel (M&amp;J)- What are the overheads compared to M&amp;J's</p> <p>M&amp;J membership for coaching includes training courses, first aid and groundsmen. The VP's have no overheads.</p> <p>A Lowe- I received an email saying Social members would become VP's is this correct</p> <p>S Hayes- As we said earlier social membership will be reviewed</p> <p>R Lancaster:- Can anyone become a VP.</p> <p>M Kirk- You can join at any time.</p> <p>C Garlick- wouldn't it make sense for all parents to become a Social Member to increase funds.</p> <p>J Stevens- We need to have more than 50% participating members.</p> <p>D Newman- Currently the M&amp;J are participating but we will seek RFU advice going forward.</p> <p>S Hayes-, We would like to capture the data for both M&amp;J parents.</p> <p>J Stevens, Make it compulsory on registration</p> <p>C Garlick- M&amp;J's would like to donate to the club.</p> <p>D Newman- We will look at Family Membership used by some other clubs where both parents become members.</p> <p>J Stevens- You cannot have M&amp;J members with voting rights.</p> <p>M Firth- at the Hertfordshire M&amp;J meeting it was clarified that only 1 club in Herts do not allow the M&amp;J's to vote, all the others do.</p>

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	<p>We will look at what structures exist.</p> <p>J Stevens- The U18's cannot vote.</p> <p>S Hayes- we will look at all the membership and subscription categories as we go for through the process of reviewing the structure.</p> <p>Let us agree the Subscriptions.</p> <p>Please can I have someone to propose and Second</p> <p>Vote</p> <p>Proposed J Kelly</p> <p>Second P King</p> <p>Please can we have a show of hands to approve the Subscriptions 2017/18?</p> <p>The room agreed.</p>
<p><b>9. Approval of Proposal to move to a Limited Company with CASC status (Change in Structure)</b></p>	<p>I would ask each of you to consider something important - Tring RFC is now 380k turnover club, it is now similar to running a small business, this in turn means we have to understand far more complicated issues. Also, in the past the club had a small turnover and we did not have the issues such as health &amp; safety, child welfare plus Vat and Tax were not such a problem, it is now 2017 the world of amateur sport has changed, Tring RFC continues to be run by volunteers and not paid employees so this is quite a task.</p> <p>We stated at the EGM in December 2016 that we would like to move to become Incorporated Company Limited by Guarantee with CASC status for the start of this new season 17/18.</p> <p>This has proved far more difficult and complicated than first thought, the MC are 100% committed to not moving to any new structure without ensuring we have all the correct steps in place and consultation with members to make this happen smoothly and accurately.</p> <p><i>The process of setting up a Company Limited by Guarantee that is registered as a CASC - the model that we are going for - is not straightforward and is subject to fairly regular changes in legislation from HMRC regarding CASC status and compliance. This is indicated by the fact that, as a result of what we are trying to do, the RFU have, at the start of June, instructed their retained legal advisors to review all the guidelines</i></p>



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	<p><i>that they produce."</i></p> <p>So, we cannot rely on the RFU for help at this time, they are a large organisation run by paid employees and have experts in every field, this hopeful demonstrates how difficult this change for us at Tring.</p> <p>The club will be seeking the help of specialists both legal and financial especially as we have to reapply for CASC status as it is estimated that it is worth £32,000 a year to the club. The HMRC would like to do away with CASC status, we therefore have to ensure that all our paperwork is accurate and operate the club correctly within the rules.</p> <p>Whatever structure we move to the MC will <u>propose</u> to stay with the following key principals: -</p> <ol style="list-style-type: none"> <li>1. A Board of 12 Directors responsible for Strategic Decisions that has equal representation from all 4 sections of the club, MC, VP's, Senior Playing &amp; Academy and M&amp;J's.</li> <li>2. A Management Committee that will run the Club on a day to day basis</li> <li>3. All members of the Club will have voting Rights as it is now</li> <li>4. The structure will provide the best financial benefit which allows the Club to operate securely and successfully.</li> </ol> <p>As stated the work is underway to move to a company limited by Guarantee, the members passed this at the last EGM.</p> <p>As a result of the work so far, we have produced a draft Article of Association and a proposed Board of Directors which were circulated prior to this meeting.</p> <p>Thank you to Stephen Wooler for his valuable contribution to this process.</p> <p>These are for discussion only and prior to the new structure being implemented which is estimated as 01/01/18 or later, there will be an EGM to agree and vote this and appoint the Board of Directors.</p> <p>I will now like to take feedback on these draft documents and proposed new structure.</p> <p><b>Questions/Discussion</b></p> <p>S Wooler, Members of the Club are Members of the Company and this entitles the member to vote, cannot have parents having voting rights for M&amp;J members will resulted in a complicated proxy system.</p> <p>S Hayes, As stated the MC will propose a structure that stays within the</p>

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	<p>four principals stated.</p> <p>D Newman- We will take advice from experts in setting up structures for Sports Clubs.</p> <p>M Dean- Are you absolutely certain that going for a CASC or Charity an option.</p> <p>M Kirk- Bishop Stortford has set up a Charity with an Ltd company subsidiary following our advice .We can discuss with them how this works.</p> <p>C Wallis- To decide CASC or Charity there is no point talking among the members as we currently do not have the knowledge to decide. I propose we set up a steering committee headed up by S Wooler that reports back to members.</p> <p>D Newman- We are already in discussions with the RFU re the structure and have started the process of getting independent advice based on the recommendations.</p> <p>S Hayes- It is important we take independent advise for all aspects of the new structure both Legal and Financial including the VAT position</p> <p>S Kirk -Are we the only Club locally trying to do this.</p> <p>M Kirk - No Old Albanians have now gone down this proposed route. The details of the solicitors used has been passed on</p> <p>S Kirk- it is very important to keep everyone informed during the process, not just deliver the final solution.</p> <p>S Hayes- Agreed we will provide regular updates of progress</p> <p>C Wallis- Why did the MC take advice from S Wooler up to the 8 the March then stop.</p> <p>S Hayes- This is not true, Stephen helped produce the initial draft document of which we are very grateful.. Stephen communicated that he had finished the task he was asked to do.</p> <p>C Wallis -As Herts rep I can ask other clubs.</p> <p>S Hayes- As mentioned earlier we are aware every Club is different in how they are set up, therefore in order that we get this right we will seek Independent advice using specialists in Sports Club Structures.</p> <p>S Yule - We have gone down a number of routes and are currently in</p>

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	<p>Limbo. Let us go and get independent advice and get on with it.</p> <p>S Hayes- Continuing as a charity was not an option.</p> <p>S Yule- Decide what we need to do and get on with it.</p> <p>S Hayes -We plan to get Independent advice then talk to everyone.</p> <p>J Stevens- In order to move to new structure there needs to be an AGM, resolutions and Minutes.</p> <p>S Hayes- We know that's what we need to do, this meeting was just about information.</p> <p>There were four questions received for AOB prior to meeting from Martin Dean.</p> <p>S Hayes- Martin, I believe we have answered all your points raised do you agree?</p> <p>Martin agreed</p>
<b>10. AOB</b>	<p>M Ward – Chris Armitage, sadly passed away recently. He was a very successful coach at the Club and made a significant contribution have trained many members of the current 1<sup>st</sup> team squad.</p> <p>M Dean – When will we see the audited accounts.</p> <p>S Hayes - As agreed there will be a September EGM to present the audited accounts.</p> <p>J Quillam - I struggle to get a list of 500 club members due to different bank accounts.</p> <p>M Firth – we will continue to produce the list you always receive extracted from several sources. We are working to reduce bank accounts but can be difficult if do not know who set them up.</p> <p>S Graham – Who are the main Shirt Sponsors next year.</p> <p>S Hayes – We are in discussions with a number of people at present.</p>
<b>11. Close S Hayes</b>	<p>As I stated at the EGM in December, we can all point the finger at something that has not been done correctly; that is easy, I and the Management Committee will always work hard to achieve the best for the club for the benefit of all members.</p> <p>The club is not perfect however, there is a huge amount to be proud of</p>

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	<p>especially the enjoyment for so many both young and old. If we measure ourselves against other clubs - we fair very favourably.</p> <p>It is my responsibility to make us financially secure, be transparent and operate as one club however, it needs all members to appreciate this direction, we must save money where we can and increase revenue, and it is not just the responsibility of a few but all members.</p> <p>People may not have the time or skills to volunteer but introducing sponsors, supporting events, promoting the clubhouse for functions and just being positive will all help.</p> <p>Our club has moved forward in many areas, you will I am sure see the changes next season in structure, processes, data and communication plus the membership cards used on the tills will be launched, we are still 'work in progress' but progression is good.</p> <p>There is still much to achieve, I would suggest that if every member ups their game by just 1%, pays quickly and takes personally responsibility for what they have to do this will make a huge difference to your club.</p> <p>Thank you.</p>
<p><b>12.Presidents Address</b> <b>Martyn Kirk</b></p>	<p>This is a fantastic gathering for the AGM.</p> <p>I Would like to thank all the Committee.</p> <p>During my time at the Club while I helped in the shop I have watched a large number of the children grow up and play in all the ages groups with a number now being in the first team squad.</p> <p>We need to be proud of all our girls and boys at Tring Rugby and our fantastic club.</p>
<p><b>Attachments</b></p>	<p>1 Management Accounts</p> <p>2 List of Officers</p> <p>3 Subscriptions 2017/2018</p>



