

NOTICE

There will be a Special General Meeting of Members of Weston-super-Mare Rugby Football Club at 7:30pm on Thursday 17 January 2018 at the Club House

AGENDA

1. Background.
2. Proposed Development - Jason Collard of Studio Hive.
3. Questions.
4. To consider and vote on the attached Resolution.

R. Solomon
Hon. Secretary

21 December 2018

Enclosures: Resolution
Briefing Note



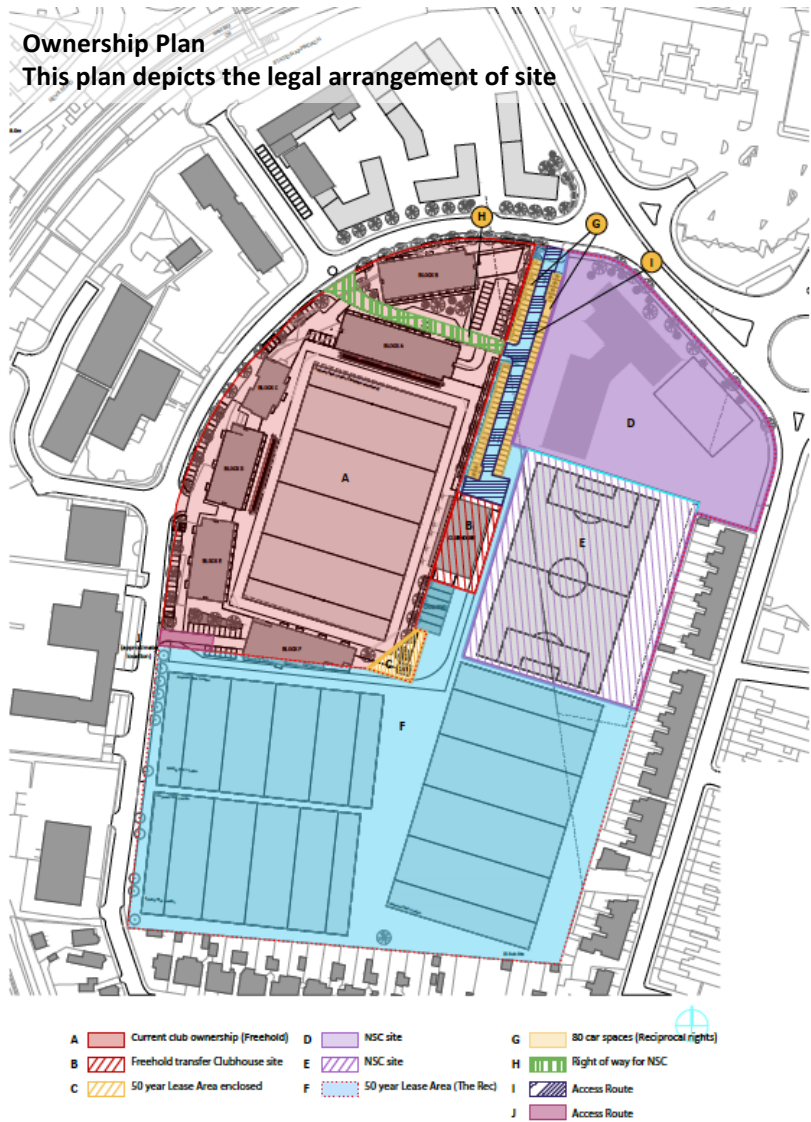
The Trustees, Committee and Members recognise that Weston Rugby is at a point in its history where it needs to ‘raise its game’ for its members, players, spectators and visitors to the club.

Vision and objectives

WSM RFC’s Vision is to invest in the Club and its existing facilities to provide an enhanced player and spectator experience, as well as realise their full potential as a club, with a long history that plays a vital community role in Weston-super-Mare. In addition, the club wishes to create a platform that provides a long-term sustainable future to enable it to fulfil this commitment in perpetuity.

The key objectives to achieve this Vision are as follows:

- Develop the underutilized car park and land to the north
- Identify the extent of land to the west and south of the main pitch to develop
- Improve club facilities
- Create income generating assets
- Deliver a cash surplus to support the club
- A sound operational business plan for the new facilities



Financials

The club’s income and costs have been consistent for a number of years; however, the club has not generated enough funds to invest in the club to stay ahead of the competition. The risk of maintaining the status quo is that the club declines in the long term due to other clubs improving their facilities and attracting new members and players.

The Opportunity

WSM RFC is in an enviable position of owning their freehold unlike a number of other clubs. Following exchange of an exclusivity agreement, Studio HIVE has been considering opportunities to maximise value to realise the Vision and objectives.

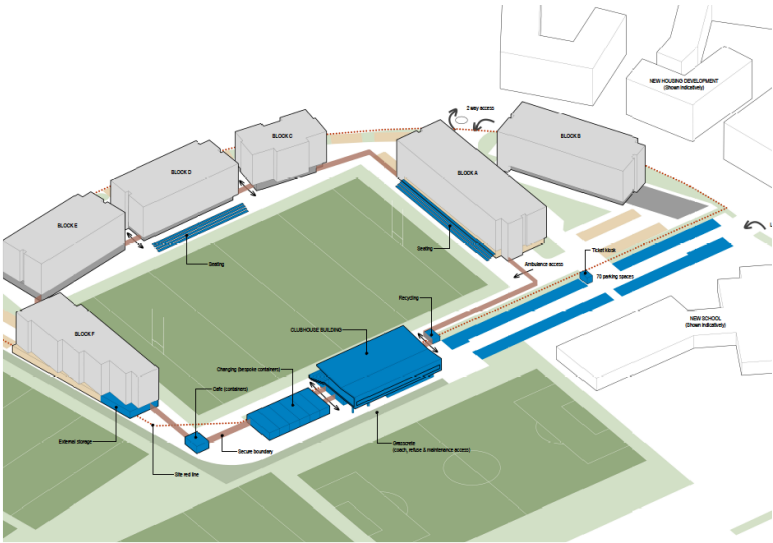
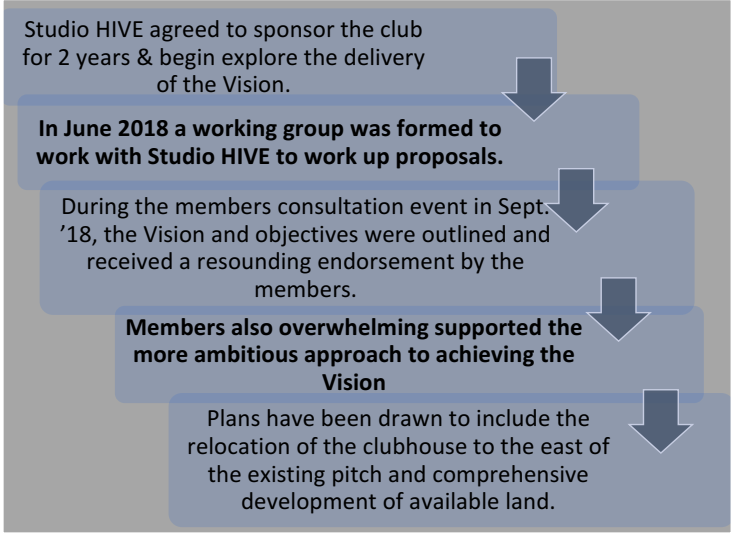
Why Studio HIVE?

- Ongoing working relationship with North Somerset Council
- Track record of delivering residential development and maximising value
- Financial ability to secure investment
- Strong personal associations with Weston

North Somerset Council (NSC)

In the 1931 title deeds, a covenant exists in favour of NSC, which restricts use of the WSM RFC land to recreational focussed uses and activities, and another covenant requires WSM RFC to offer the land in the event of a sale to the Council, who may buy the land back for the price paid at the time of the original sale. NSC is dealing with a number of issues, which are summarised below:

- Housing supply is under pressure and NSC is short on housing required by Central Government.
- NSC has a requirement to deliver a new primary school in Weston close to the town centre, and have identified the northern part of the Rec adjacent to the WSM RFC car park. This requires the use of the club’s car park land to access the site.
- Council policy requires the Rec to continue to be available for use by the public, which will require it to be maintained. It is recognised that WSM RFC are primary users of the Rec and greater control would enhance the quality of the grounds and be beneficial to the Club as well as the public and community users. This can be achieved through the transfer of the grounds to the club by way of a lease of 50 years.

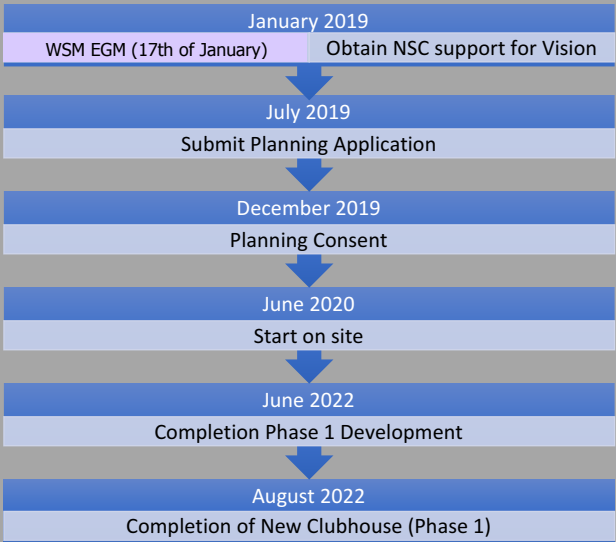


Benefits	
Freehold ownership of land for new clubhouse	New facilities improving image and ability to attract new members
Control of Rec and quality of pitches by way of 50 year lease	£3 million investment into facilities including: <ul style="list-style-type: none"> • New clubhouse • New changing rooms • New spectator seating
Ground rent income from apartments (where applicable)	
New car park & shared use of future school car park	
New perimeter fence/wall to secure ground	Potential profit share
Increased revenue opportunities and profitability from new facilities including potential for managed parking during week	Continuous operation whilst development occurs
New floodlighting to main pitch	Development proposal that enables Studio HIVE to invest circa £29m to generate funds for the club and the developer.
	Income generating commercial space delivered at cost to the club



Timeline

The timeframe, targets, and key activities for the early stages are below.



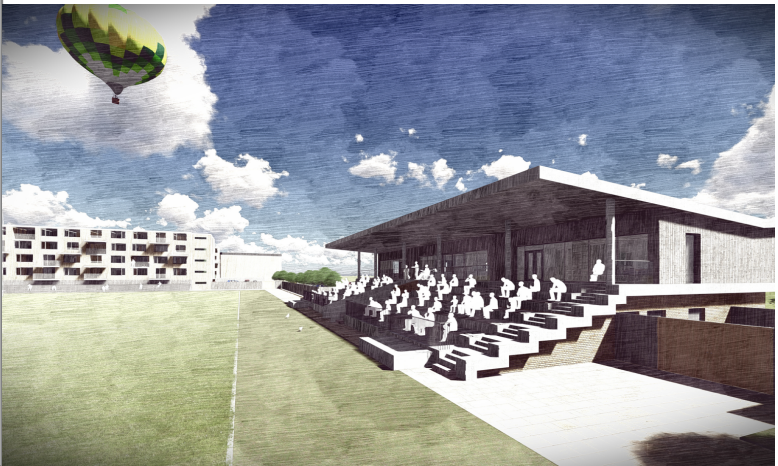
Working in collaboration

WSM RFC and NSC have agreed that by working in collaboration both their objectives could be achieved and provide a long-term solution to various issues identified.

NSC has signed an in principle LOI ratifying their willingness to enter into a formal agreement subject to planning consent being achieved and full Council approval.

The headlines of the agreement are as follows:

1. WSM RFC to deliver an access road to future school site
2. NSC to release covenants to allow redevelopment
3. NSC to transfer some land for the new clubhouse on a freehold basis
4. NSC to grant lease over Rec & WSM RFC to maintain public access
5. Use of Rec car park and shared use of future school car park (out of hours) ultimately



**SPECIAL GENERAL MEETING OF MEMBERS
OF WESTON-SUPER-MARE RUGBY FOOTBALL CLUB**

RESOLUTION

The Members as owners of the freehold interest in the Club's land at the Recreation Ground **Resolve** to authorise the Executive Committee to instruct the Trustees to enter into an Agreement with Studio Hive/Atlas Land for the grant of an Option to enable Studio Hive/Atlas Land to develop those parts of the Club's land shown on the plan on the Briefing Note attached hereto

Provided That:-

1. The Executive Committee has received written independent advice from a suitably experienced property consultant confirming that if the Option Agreement is exercised the Club will receive good value; and
2. The Option Agreement can only be exercised if North Somerset Council enters into a legally binding Agreement with the Club:-
 - (a) to release the restrictive covenants and the pre-emption referred to in the 1931 Conveyance and
 - (b) to transfer to the Club the freehold interest in land upon which a new Club House can be built and
 - (c) to grant a lease to the Club of the Recreation Ground for a term of 50 years at a peppercorn rent subject to a management plan for dealing with community use and including a scheme for joint use of car park spaces when the Council carries out development of a school on the Recreation Ground; and
3. The Option Agreement can only be exercised after Planning Permission has been granted for the construction of new flats, commercial space, a new Club House and changing room block; and
4. The Option Agreement can only be exercised if the Club will receive cash and/or works and/or a commercial unit(s) to a value of at least £3,000,000 which will provide sufficient funds for construction and fitting out of the proposed new Club House and facilities shown on the plan attached to the Briefing Note and which will give the Club a sustainable future.

On the 17th of January 2019 the club will be holding a Special General Meeting. This document is intended to outline the communication strategy to be adopted to ensure that as many of our members who are eligible to vote are contacted.

The definition of an Eligible Member is a holder of one of the following membership categories who, according to our records, has paid their 2018/19 membership or is in the process of paying their membership through agreed Standing Orders / Direct Debit Payments;

Patron**, Senior Player**, U21 Player, Colts, Member**, Senior Citizen

Or is a holder of one of the following life membership categories;

Hon Lady Vice President**, Life Member**, Life Patron**

Complimentary memberships **WILL NOT** be eligible to vote, this includes any complimentary memberships issued as part of a sponsorship package and / or partner cards issued with the membership categories marked ** above. Basically, when it comes to ** memberships above it's one vote between you and your complimentary partner.

Note: Parents of Junior Players who joined the club this season have done so under the "Member" category above and are subject to the same rules.

Communication

Weston RFC has a membership platform through its Pitchero website www.westonrugby.co.uk. Only the Mini and Junior section currently use this as its central registration database. The senior section uses a separate database to record current memberships; this is held by the clubs Membership Secretary.

The meeting will be advertised within the clubhouse in key areas, on Pitchero and by using existing authorised public social media accounts. The information displayed will outline

- the date, time and place for the meeting
- a list of 'eligible members'

By the 3rd of January 2019 all eligible members should have received an invitation to the Special General Meeting. The method of delivery adopted will be the below order of preference;

1. Email
2. Personal letter (to those who have not provided a personal email address).

It is up to eligible members to ensure that the club holds correct and up to date information. Invitations sent to the 'eligible members' last known 1. Email address or 2. Postal address will be deemed to have been delivered.

Entry to the meeting will be restricted to the list of 'eligible members' only. On entry you will need to sign against your name in the eligible list.

New Memberships OR renewals will NOT be permitted on the night.