

PMB&SC Ltd (Cardiff Bay Yacht Club)

Draft Minutes of the Annual General Meeting

Wednesday 27th March 2024 at 20:00

Present: The Commodore (Chair), Vice Commodore, Rear Commodore, Officers, Council Members and 114 full members and life members entitled to vote.

Apologies were received from Pete Muskett, Mike Walsh

Item	Minute
	The meeting opened at 20.00. The Commodore thanked everyone for coming.
1	Minutes of the 2022 AGM
1.1	The draft minutes of the AGM held on 29 th March 2023 were approved unanimously by a hand vote.
2	Officers/Section Reports
2.1	<p>Commodore: The club continues to make progress with the land swap including improving lease terms from 25 to 99 years. Cardiff Cruising are still keen to develop the area by our marquee but this depends on obtaining planning permission by August. It had been hoped to put redevelopment options to the membership but due to the timing of the three tenders this has not been possible. Tenders have been provided well above the current budget due to considerable cost increases and range from £1.9m to £2.9m. CoM will define the options available for moving forward and put them to the membership for approval at an EGM. It must be understood that some areas of the club are causing significant ongoing maintenance problems.</p> <p>He thanked all CoM members who have served, especially those carrying the greatest load of managing the club and its finances. Special mention was made of Claire Doust, who was standing down as Membership Secretary, other CoM members, Nick Hankins and Alan Thorne, the Building Sub Committee, all helpers, the membership and especially his wife.</p> <p>Members were invited to speak.</p>
2.2	<p>Vice Commodore: Whilst the redevelopment will not now take place on the original timescale it is still being progressed as there is drip feed of significant expenditure to ensure that facilities that have reached the end of their useful life are kept in working order. Food quality has improved and now that the future operation is better understood consistency should also improve. The bar is now back to its normal closing time of 11pm and meal deals will continue. He thanked Alan Thorne for organising social events and especially the staff who have maintained services through an eventful and uncertain period.</p> <p>Members were invited to speak.</p>

2.3	<p>Rear Commodore: The strategy for the year had been fairness, transparency, and proactive response. The members satisfaction with yard services was increased even though the manpower had reduced. The long waiting list had been removed due to a new on-line booking system and active management of berthing. Invoicing is now on-line and the free lunch-time lift out has been most successful. Good housekeeping has been much improved, the yard has been cleared of abandoned gear, weed can now be cleared as demanded and walkways are kept clean. However, about 4,000 metres of wood will have to be replaced over the next 3-5 years as it comes to the end of its life. Some 25 swing mooring have been laid capable of handling 28ft boats and a further 30 moorings will become available inside the main walkway for shallow draft boats increasing income potential. He thanked staff for their enthusiasm during a period of considerable change in operational procedures.</p> <p>Members were invited to speak.</p>
2.4	<p>Treasurer: This year's surplus at £92k was less than last year due to paying professional fees related to the refurbishment up front. A further £100k has been added to the Building Reserve bringing it up to £900k. The Bar and Restaurant account is healthier that last year and the deficit is being managed. The Training School has returned to a deficit, mainly due to a change to accounting procedures and poor weather resulting in courses being cancelled. Membership fees have been increased for the first time in five years by a maximum of 14% during which time CPI has increased by nearly 24%. This has been achieved by the improvement in accounting and operational procedures implemented over this period but now increased costs unfortunately require increases. These include significant increases in minimum wage, utility, Harbour Authority, and insurance costs. He thanked staff for their help and enthusiasm in introducing more effective procedures aimed at ensuring the clubs future sustainability.</p> <p>Members were invited to speak.</p>
2.5	<p>Section Reports: Previously circulated</p> <p>Members were invited to speak.</p>
3	Balance Sheet and Statement of Accounts for the financial year ending 30 November 2023.
3.1	One question was submitted by 20 th March 2023 regarding accounting procedures, and this was dealt with off-line.
3.2	The balance sheet and audited statement of accounts for the financial year ending 30 November 2023 were received unanimously by a hand vote.
4	CoMs Statement on Members's submissions
4.1	Several Resolutions and written questions were received from Members. Some resolutions were in a suitable form and were included in the agenda, others were in the form of questions or requests to investigate and will be considered by CoM for future inclusion at the 2025 AGM. Some written questions were directly answered but others were not AGM business but again will be considered by CoM in due course.

5	Resolutions and Special Resolutions														
	The Council's nomination of Charlie Harris, Tony Walsh, Steve Cooper & Grant Wilton to act as scrutineers was unanimously approved by a hand vote.														
5.1	<p>Resolution A – Membership Fees for 2024/5: The Commodore stated that CoM unanimously supported this Resolution.</p> <p>Agreed by majority vote exceeding the necessary 50% of eligible members present. For – 73, Against – 43.</p>														
5.2	<p>Special Resolution B – Amend Articles (Requirement for EGM): The Commodore stated that CoM unanimously supported this Resolution.</p> <p>Approved by card vote: For – 108 (95%), Against – 4 (5%).</p> <p>Members were invited to speak.</p>														
5.3	<p>Special Resolution C - Amend Articles (New Membership Category): The Training Centre Principal stated that CoM agreed with this Resolution by a majority vote but that a word change was required to delete the word 'student' from the resolution to provide consistency with other membership classes. This was approved by hand vote with 2 against. The proposer then introduced the resolution and members spoke for and against the resolution. The resolution as revised ultimately failed to achieve the 75% requirement of eligible members present.,</p> <p>Failed by card vote: For – 77 (68%), Against – 37 (32%).</p> <p>The Commodore stated that although the resolution failed there was merit in its principal and CoM would consider the addition of a 'Young Adult Member', consult with the membership, and put forward revised resolution at the 2025 AGM.</p>														
5.4	<p>Special Resolution D - Amend Articles (Flag Officers eligibility): The Commodore stated that CoM were unanimously against this resolution. The proposer then introduced the resolution and the members spoke for and against the resolution.</p> <p>Failed by card vote: For – 39 (34%), Against – 73 (64%)</p>														
5.5	<p>Resolution E - Members of the Council of Management:</p> <p>The following positions were uncontested:</p> <p>FLAG OFFICERS</p> <table data-bbox="327 1601 957 1680"> <tr> <td>Commodore:</td> <td>Huw Bumford</td> </tr> <tr> <td>Vice Commodore:</td> <td>John Lewis</td> </tr> </table> <p>OFFICERS</p> <table data-bbox="327 1747 1005 1937"> <tr> <td>Treasurer</td> <td>James Dwyer</td> </tr> <tr> <td>Secretary</td> <td>Roger Wallington</td> </tr> <tr> <td>Membership Secretary</td> <td>Andy Wilmott</td> </tr> <tr> <td>Training Centre Principal</td> <td>Matt Sayer</td> </tr> <tr> <td>Sailing Secretary</td> <td>Pete Muskett</td> </tr> </table> <p>And were duly elected.</p>	Commodore:	Huw Bumford	Vice Commodore:	John Lewis	Treasurer	James Dwyer	Secretary	Roger Wallington	Membership Secretary	Andy Wilmott	Training Centre Principal	Matt Sayer	Sailing Secretary	Pete Muskett
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	<p>Two nominations for Rear Commodore, Peter Askew and Ricky Farbrother, were received. An objection was raised against Peter Askew as he had served on CoM for less than the year due to the AGM being on the 25th March in 2025 against 27th March in 2023. It was pointed out that as this year was a leap year that the difference was only one day.</p> <p>The Commodore stated that CoM was not prepared to disqualify Peter Askew as CoM members were elected from AGM to AGM and his disqualification would not be democratic. He put forward a resolution that the AGM could either proceed as the published Resolution or be adjourned until next Wednesday 3rd April. The membership unanimously agreed to proceed with the Resolution as previously published by a hand vote.</p> <p>A card vote determined: Peter Askew – 98, Ricky Farbrother – 17. Peter Askew was duly elected as Rear Commodore.</p> <p>The following nominations were received for six remaining elected members of CoM and in a card vote obtained the following votes:</p> <table data-bbox="327 891 805 1146"> <tr><td>Stuart Preece</td><td>85</td></tr> <tr><td>Mike Hatherall</td><td>91</td></tr> <tr><td>Mike Steel</td><td>88</td></tr> <tr><td>Paul Ackerman</td><td>99</td></tr> <tr><td>Alan Thorne</td><td>87</td></tr> <tr><td>Andrew Carnegie</td><td>41</td></tr> <tr><td>Nick Hankins</td><td>98</td></tr> </table> <p>All bar Andrew Carnegie were duly elected as Elected Members.</p>	Stuart Preece	85	Mike Hatherall	91	Mike Steel	88	Paul Ackerman	99	Alan Thorne	87	Andrew Carnegie	41	Nick Hankins	98
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5.6	<p>Resolution F - President/Vice President: The nominations were:</p> <p>President: Chris Pain</p> <p>Vice President: Idris Dibble</p> <p>Unanimously approved by a hand vote.</p>														
5.7	<p>Resolution G – Auditors: The re-appointment of the Auditors (Gordon Down) and remuneration of £4,875.00 ex VAT for 2024/25 was unanimously approved by a hand vote.</p>														
6	Questions from the Floor														
6.1	<p>The £82k posted in the accounts as professional fees seems extremely excessive as this represents about 100 man-days of work.</p> <p>It was stated that this was the total of all professional fees including architectural, structural and other engineering disciplines and QS services and was deemed to be reasonable.</p>														
6.2	<p>The Harbour Masters interpretation of 'liveaboards' quoted in the Rear Commodores Report could not be substantiated.</p> <p>It was stated that this interpretation had been provided since 17th July 2017 and following lengthy discussions with the Harbour Master is a requirement of the Clubs berthing license. This interpretation has been incorporated within</p>														

	<p>the Berthing Terms and will be included within the Byelaws when they are updated. The interpretation is aimed at preventing boats being used solely as 'Habitation' rather than leisure use. Members are entitled to write to the Harbour Master as necessary.</p>
6.3	<p>If members cannot attend CoM meetings, how are they informed of business?</p> <p>It was stated that there has been a 'Meet the CoM' every second Thursday in the Quarterdeck Bar when CoM members can be questioned and that this will be continued. Also, any written questions, sent preferably to the Secretary or the Office, will be put on the agenda for the next CoM meeting. An EGM can be requisitioned by members if sufficient members support the resolution, 5% of the full and lifetime members entitled to vote, and that it is properly constituted. Every effort has been made to ensure that every section of the club is represented on CoM.</p>
	<p>Huw Bumford then thanked Simon Watts for 5 years service on CoM as both Treasurer and Commodore.</p> <p>The meeting ended at 21.50</p>