

# PMB&SC Ltd (Cardiff Bay Yacht Club)

## Draft Minutes of the Annual General Meeting

### Wednesday 30th April 2025 at 20:00

**Present:** The Commodore (Chair), Vice Commodore, Rear Commodore, Officers, Council Members and 75 full members and life members entitled to vote.

Apologies were received from Andrew Carnegie, Jon Evans, Michael Maguire, Peter & Elaine Knapp, David Owens

Item	Minute
	The meeting opened at 20.00. The Commodore thanked everyone for coming and welcomed all to the new Clubhouse facilities.
<b>1</b>	<b>Minutes</b>
1.1	The draft minutes of the Annual General Meeting held on 27 <sup>th</sup> March 2024 were approved unanimously by a hand vote.
1.2	The Draft Minutes of the Extraordinary General Meeting held on 13 <sup>th</sup> November 2024 were approved unanimously by a hand vote.
<b>2</b>	<b>Officers/Section Reports</b>
2.1	<p>The Commodore stated that only he and possibly James as Treasurer would be speaking at the appropriate Agenda point.</p> <p>All of the Officer's reports have been available, via links in the Invitation, on the website for all to read and they will remain on the club's website for the next few days. If there are any subsequent questions, please send them to the Secretary.</p> <p>Looking back over the past year he referred to some of the highlights:</p> <ul style="list-style-type: none"> <li>• Building and launching a much-needed new website and have a clear way forward in terms of ongoing development of the site.</li> <li>• Refurbishment of the Club's kitchen and a new chef team and a new menu.</li> <li>• A new Training School team who have completed a review of the school structure and worked to take the school positively into the future.</li> <li>• Upgraded Clubhouse CCTV.</li> <li>• The decisions taken at the EGM have ended the many years of discussions and debate over the Clubhouse redevelopment.</li> </ul> <p>The overall membership has declined very slightly but the marina has been full to capacity with only a small amount of space available on the moorings and inner walkway for small craft.</p> <p>Unfortunately, there has been an increase in some members bringing the club into dispute by their unconsidered actions. CoM will continue to deal</p>

	<p>with this in line with club rules and if necessary, revoke membership and berthing licenses.</p> <p>He stated that in the next year the key themes to watch out for are:</p> <ul style="list-style-type: none"> <li>• Pontoon replacement and implementation of phase two of the CCTV upgrade.</li> <li>• Conclusion of the boundary negotiations with Cardiff City Council.</li> <li>• Feasibility and costs involved in expanding the inclusivity of General Meetings, the AGM and any EGM, bearing in mind security and other such governance and compliance issues.</li> <li>• Solar PV and battery time shifting in reducing the club's utility costs.</li> <li>• Management of all club social media in-house.</li> <li>• Review the suitability of existing portacabins in the yard servicing the Marina staff and training school.</li> </ul> <p>Finally, he thanked the many members who support the Club and contribute constructively to its ongoing success. Also, to members of CoM, who freely give up their time and, in some cases, a considerable amount of time, to ensure we achieve our vision of being the premier water sports club in Wales. And especially to those staff and members who have given so much of their time freely during the refurbishment project.</p>
<b>3</b>	<b>Balance Sheet and Statement of Accounts for the financial year ending 30 November 2024.</b>
3.1	No questions were submitted by 19 <sup>th</sup> April 2025 regarding accounting procedures.
3.2	The balance sheet and audited statement of accounts for the financial year ending 30 November 2024 were received unanimously by a hand vote.
<b>4</b>	<b>CoMs Statement on Members's submissions</b>
4.1	<p>Last year several written questions and proposals were put forward by members prior to the AGM. CoM agreed to review some of these subsequently and the agenda for the 2025 AGM reflects its considered view on these issues, Section 5 of the Agenda.</p> <p>A new membership class has been proposed and has CoM support, Young Adult 18-25 at a reduced fee of 50% of the Full Members fee. All other fees are not discounted. <b>Special Resolution 5b</b> refers.</p> <p>Several other issues were raised as a result of written questions, requests and certain lack of clarity within the Articles. All these issues are basically governance or administrative issues, and any changes proposed only clarify the meaning of the existing Articles. <b>Special Resolution 5c</b> refers.</p>
4.2	There were no written questions or proposals received by 19 <sup>th</sup> April 2025.
<b>5</b>	<b>Resolutions and Special Resolutions</b>
5.1	<p><b>Resolution 5a – Membership Fees for 2025/6:</b> The Commodore stated that CoM unanimously supported this Resolution.</p> <p>Agreed by majority vote.</p>

5.2	<p><b>Special Resolution 5b – Amend Articles: New Membership Class:</b> The Commodore stated that CoM unanimously supported this Resolution.</p> <p>Approved by card vote: For – 66 (88%), Against – 4 (5%).</p>																																
5.3	<p><b>Special Resolution 5c - Amend Articles: Administrative Amendments:</b> The Commodore stated that CoM agreed with this Resolution as it clarifies issues either raised by members or the meaning the existing Articles as detailed in the Agenda.</p> <ul style="list-style-type: none"> <li>• Article 4.1.6: Spouses/Partners to be given the same membership rights as a Full Member was put forward in AG. After due deliberation CoM decided that Membership rights have to be paid for and if a Spouse/Partner wishes to take advantage of rights that Full Membership brings it comes with the appropriate payment. Article to be updated to clarify existing meaning.</li> <li>• Directors – modifying 8.3.10. CoM have already approved that the Secretary to be registered as both Company Secretary and Director on CH website.</li> <li>• Removal of the word 'Honorary' from Honorary Secretary and Honorary Treasurer as this terminology only applies in non-incorporated entities.</li> <li>• Modifying the wording of Article 7.12. to confirm that only a full and life member can exercise the right to vote at a general meeting.</li> <li>• Elections – adding a new paragraph before Article 9.1 to clarify the Club year and that all Council Members shall hold office from the conclusion of the AGM in which they are appointed until the conclusion of the AGM the following calendar year.</li> </ul> <p>Failed by card vote: For – 49 (65%), Against – 0 (0%).</p>																																
<b>6</b>	<b>Members of the Council of Management:</b>																																
6.1	<p>The following positions were uncontested and duly elected:</p> <table style="margin-left: 40px; border: none;"> <tr> <td colspan="2" style="text-align: center;">FLAG OFFICERS</td> </tr> <tr> <td>Commodore:</td> <td>Huw Bumford</td> </tr> <tr> <td>Vice Commodore:</td> <td>John Lewis</td> </tr> <tr> <td>Rear Commodore:</td> <td>Peter Askew</td> </tr> <tr> <td colspan="2" style="text-align: center;">OFFICERS</td> </tr> <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>Nick Hankins</td> </tr> <tr> <td colspan="2" style="text-align: center;">ELECTED MEMBERS:</td> </tr> <tr> <td colspan="2">Mike Steel</td> </tr> <tr> <td colspan="2">Paul Ackerman</td> </tr> <tr> <td colspan="2">Alan Thorne</td> </tr> <tr> <td colspan="2">Harvey Preston</td> </tr> <tr> <td colspan="2">Mike Kenrick</td> </tr> </table>	FLAG OFFICERS		Commodore:	Huw Bumford	Vice Commodore:	John Lewis	Rear Commodore:	Peter Askew	OFFICERS		Treasurer	James Dwyer	Secretary	Roger Wallington	Membership Secretary	Andy Wilmott	Training Centre Principal	Matt Sayer	Sailing Secretary	Nick Hankins	ELECTED MEMBERS:		Mike Steel		Paul Ackerman		Alan Thorne		Harvey Preston		Mike Kenrick	
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<b>7</b>	<b>President/Vice President:</b>
7.1	In accordance with Article 10, two Members two members were invited to be: President: Idris Dibble Vice President: Johnathan Croft-Davies Unanimously approved by a hand vote.
<b>8</b>	<b>Auditors:</b>
8.1	The re-appointment of the Auditors (Gordon Down) and remuneration of £5,150.00 ex VAT for 2025/26 was unanimously approved by a hand vote.
<b>9</b>	<b>Questions from the Floor</b>
9.1	A request was made to ensure that the Training School Annual Report, that was not available at the time of the Invitation, is posted. The TS Principal undertook to ensure this was available and posted. There were no further questions from the floor.
<b>10</b>	
	The meeting ended at 20.22