

## Aldwinians Trustee & Guests Committee Meeting – 3/2/2021

### Minutes

Due to covid-19 restrictions the meeting was held remotely via Zoom

Meeting started 7:38pm

#### Present:

Trustees: Christine Spivey (secretary), Kevin Tuner-Hague (acting Chairman), Chris Rushworth (Treasurer), Katy Davies, Lee Bradley, Paul Lyons, Ian Wilson

Attendees/Guests: Dan Hardy, Ryan Jennings, Yvonne McGuire, Gina Hardy, Stephen Marrow, Mark Grimley

#### Apologies for absence:

Robert Palmer, Ian Spivey

#### Previous minutes:

Accepted as accurate.

#### Correspondence

- A letter received from Mike Moreland about school vaccinations.
- RFU community game update – already sent out by CS.

#### Finance Report

- CR reported that the brewery have been given all payments, though we have not yet received a Nil Statement and DS1 to take the charge off the premises. The conveyancer (Pam) may need actual signatures from some Trustees as she is having some issues with e-signatures. On the back of this announcement that the brewery loan is no longer in place there was a round of applause for CR who modestly reciprocated the praise to everyone amongst the Trustees and Committee who had helped make this a possibility. KTH summed up the feeling in the meeting in stating that this has been an issue at the club for about 33 years and that to pay it off now was a monumental point in the club's history – having cost us in the region of £136k; however, it needs to be recognised that the club is not debt free and still owes £80k – just not tied to the brewery. It was agreed that notice of this should be posted on social media once we have received the null bill, but that we also need to be careful to manage members' expectations (we will not be making significant changes to the price of a pint, for example) as we will still need to turn a profit to meet the terms of the loans we now hold.
- The Resource Sharing Agreement (RSA) version 5 has been out to Trustees and all acknowledged ok – Dave Nolan extracted the RFU template from their website and spent a significant number of hours tying it into our needs. The meeting agreed it was ok to pass through to YM to get written up and signed. CR has paid the bill of £500 to Richard Baldwin for his advice on how we re-structure the previous position – for the previous 2 years we submit to the Charities Commission that the land and buildings has been put into the sole ownership of the charity and we charge a rent of what the bar would be at £1k pa (pro-rata as we didn't move over until the 12<sup>th</sup> February) that then results in a cost to the

unincorporated club that should mean there's no corporation tax for the unincorporated club. Agreed as ok to pass those details through to the bookkeeper and proceed.

- PL has been setting up the bank accounts for the limited company, and any directors that receive an email from Nat West need to respond as a matter of urgency to this as it is time limited. KTH & MG confirmed they had received the email but not responded as they wanted to confirm it was a phishing attempt first. Once set-up, the club will have a structure consisting of 3 accounts – CR & Mike Murphy will have access, and possibly have cards for the accounts. The financial controls paper is being completed by PL. Nat West accounts will be replacing the Barclays accounts.
- CR stated that bookkeeping will be taking over the pay roll, working on the assumption that the last day of payment will be 1/4/21.
- CR has been looking over the pros and cons of putting off the split from 1/4/21 due to the possibility of continued lock-down procedures due to Covid and the potential impact this could have on furlough and grant payments. CR has determined that as staff will be TUPE'd this will not affect furlough payments; and grants should mostly be claimable by the Charity – with the bar removed by the split, even a worst-case scenario would see the grants drop by a maximum of a third. If we were to delay the split, then open and operate we would potentially be open to issues; partly as we were meant to have already split and are technically in breach with the Charities Commission – we would be very unlikely to get shut down due to us not acting as a charity (selling alcohol for instance) – CR did ask that the intent to split the Charity and Trading Company is on the 2/4/21 (first day of trading), be minuted. A vote was taken to continue with the split on 2/4/21 – unanimously carried.
- CR has spoken to SSE (energy company) and the ombudsman regarding concerns around the 5-year contract arranged by Trevor Hulmes at the time that he knew he was being removed from his post as Treasurer. CR has been told that a letter of authority with intent to proceed was signed by TH on 8/10/20 (6 days before the meeting was held to removed TH from office); the date of this letter, therefore, holds us into the contract with very little we can do to be removed from it. There was significant anger in meeting as CR estimates that we may have been able to save in the region of £3k pa on current costs, and with this 5-year deal we may possibly be able to save some money if energy prices change significantly in the next few years.
- CR has been looking to Bromley's Solicitors invoices, which date back a couple of years. TH had apparently negotiated the first one down by 60% and told CR the rest was appropriate. CR has been back to Bromley's to suggest that a 50% reduction would be appropriate (taking £520 down to £260) so that we would owe approximately £700. There was some consternation amongst the meeting as to how it was that Bromley's were chasing these invoices after nearly 2 years as it was felt that this was quite unusual for a solicitor to wait this long for payments.
- Bank balances: Club Shop £3k, 200-club £1.7k, main account £3.5k. Outstanding loans: Bounce-back Loan £50k, [redacted] member's Bounce-back Loan £25k, [redacted] member loan £5k – loans total £80k, but as previously mentioned this is not with the brewery, but with the bank/government and members, which are all on much more preferable terms. A loan agreement still needs to be drawn up for the £5k loan (which has been verbally agreed to be at 0% interest over 2 years).
- Admin assistant: CR has amended MG's document for a zero-hours assistant-type job; expecting to be £11 ph. Agreed to put out to members via social media for expressions of interest.

## Trading Company Report

- MG had very little to add to what CR had already reported. TC meetings are now running on the weeks opposite the Trustees meetings. The RSA will be signed off, with the lease agreement to be done from the contents of the RSA. There are two staff contracts to get into place (JG & CS) of which MG has updated the wording and sent through to directors.
- CR stated that the Road Riders agreement needs to be with the Charity and not the TC (after discussion with MM), in a similar vein to the agreement that Dave Hudson already has with the Charity. There was discussion about how much they should be paying, with CR finding £200 pm payments on accounts, and CS having information about £480 and £100 payments from August but with no further information as to the frequency of these payments. In respect of the fact that Dave Hudson pays £450 pm for just car park space, it was suggested that we were likely to be asking Road Riders for closer to £600 pm – as this was much higher than what they have been paying CR suggested that we give them notice of what we intend to charge in 6-12 months' time.
- The Belway contract also needs to be with the Charity. KTH confirmed that they have agreed for Belway to use the bottom corner of the triangle at a cost of £800 pm for 5-6 months. At the end of the construction period they will leave their advertising hoarding behind for our use.

## Agenda Items

- 200-club: Despite the intention from the previous meetings to end the 200-club after the draw in February CR has determined that it is not simple to close the account, and that many of the members have not yet cancelled their standing orders which could cause us issues. There was discussion about how the members have been informed about the changes; along with notices on Pitchero and social media, RP has phoned about 20 members (of the 74 remaining at the start of January). Responses from members led to further discussion about the requirement for membership in order to be part of the lottery and comply with Gambling Commission law – there was strong feeling from the meeting that those switching from the 200-club must have membership of the club to be able to also put into the lotto. PL stated that the 200-club had been the same price since its' inception and that a membership and lotto would be £5 pm more and represented a reasonable increase over the time the 200-club has been running; CR stated that DN had spent some time on membership and reported that there cannot be a "social" membership as part of a charity – the definition that DN is working with was not known as the meeting was unsure if the "non-playing" membership counted in this manner, particularly as non-playing members had access to the gym and other rugby-club facilities so were not purely "social" in their memberships. DH asked CR to send further information through from DN so that the situation could be clarified. CR also discussed the possibility of claiming gift-aid through membership – the bookkeeper has also done bookkeeping for Brendon Bees who take 25% of their membership fee as a "donation" – there was brief discussion about the potential for members to then refuse to pay the donation aspect. CR will investigate it further with a view to maybe changing membership terms and conditions on the anniversary of the membership system. The discussion was ended with action that PL should speak to RP to ensure that the message about membership be made clear in any further communications.
- Memberships – DH reported that a more thorough and accurate analysis of the membership direct-debits has been carried out – the average monthly membership payment being approximately £3,650 with an additional £125 of "unpaid" direct debits. January had seen a

spike of “unpays” to £200, with several of these direct debits being subsequently cancelled. There was a minor discussion about the possibility of these cancellations being due to financial hardships of members due to the time of year (closely after Christmas) coupled with the on-going issues around Covid finances. It was agreed that any discussions with members about payments can wait until we are out of lockdown and back to some semblance of normality around training and playing.

- Refuse collections – LB had nothing further to report from last meeting, other than to add that a plan has been formulated to empty the current overflow.
- NHS temporary use of the club – KTH reported that they will be using the facilities Friday this week and Monday, Tuesday and Thursday of next week for vaccinations. This was felt to be a good community use of the club, and we have already received a letter of support from them (that will help in funding bids).
- Standard Stationary – YM reported that along with MM they had been producing a letterhead template and signature for emails to provide a uniformity and more professional appearance to all Aldwinians communications. The policies that IW & CS have been working on (IW has sent them all back to CS) need review and signatures, will also need putting on a standard template. PL as a need to produce some policies based on the financial controls. IW raised the point that we may need further policies regarding Covid compliance as it is unlikely that we will be free of the situation for quite some time, and we need to ensure we are ready for when we can re-open. There was a brief discussion about online storage areas for where documentation is and could be stored so that it was both accessible by those that need it and as well as secure.
- Funding bids: RJ reported that we are due to receive £5,345 through Sport England’s ‘Return to play’ funding; there was a disappointment that it was significantly lower than the £8,500 applied for, as this appears to be purely based on our index of deprivation based on our postcode (which would be significantly lower if the postcode were M43 rather than M34). There was a brief discussion on how this money would need to be spent to meet the conditions of the funding – effectively it needs to be spent on standard expenditure associated with running the rugby side of the club (coaching fees/wages, equipment, sanitising products).
- Funding bids (continued): RJ is waiting to hear back from the Suez bid (not expecting to hear anything for 3-4 weeks), but have received letters of support from Moorside School, & the NHS, the local councillor LB will chase up, KD will chase up the local MP, CS will contact the ‘Time of your life’, KTH will speak to the Community Payback and Tameside Netball, IW is waiting on St Mary’s. RJ would like to receive letters from any groups that would likely to be using the club on re-opening. No further bids are going to be looked at until the outcome of the Suez bid is known owing to needing to bid for works that need doing & do not want to overlap any. In a similar vein [redacted] member’s offer of a £15k loan to do the entrance, Alan Moss room windows & bi-fold doors, will not be used until the bid comes back to avoid prejudice of the bid.
- Funding bids (continued): There is a potential bid available for use by the Time of Your Life to improve their use of technology that we could use. RJ & SM to investigate this further.
- Funding bids (continued): RJ also reported that DR will need to look in more detail at a potential £500 from Phil Clarke to be sending a coach into local schools.
- Funding bids (continued): RJ also explicitly brought to CR’s attention there will be a need to pay the bid-writer approximately 14% of the money received for his services.

- Roof repairs: KTH reported that the repairs have been completed and that Dean Young is trying to do a deal with the suppliers to knock a bit off the final cost, and that DY has stated that there is no rush about him being paid now. RJ asked for KTH to supply him with quotes for the second phase of the roof repairs (that will be in the region of £30k); RJ will need these in 3-4 weeks to help with funding bids. KTH did state that there were major works that were a higher priority than the second phase of the roof (windows/soffits etc).

[PL left the meeting at this point due to a prior commitment]

#### Action Tracker

Action Number	Action Description	Minutes/Action Update
55	Further discussion required re remainder of £500 from Natwest ie decorating function room. Update 15/10/20, £360 left to spend, hopefully get people in to help	CR has paid IS & KTH but was concerned that there were no invoices for some aspects (Banksy for wood). CR stated that going forward (after April) no funds can be paid without an invoice. Action to be closed.
63	Update BT account	This action can now be closed.
81	PL to send out report (action point 3) to all	PL having left the meeting recommendations at the next meeting (17/2/21). Date to be updated.
90	DH to arrange 200 club draw in between President's lotto (dependant upon action point 84 being passed over) following vote at action point 89	Action already discussed this meeting – can now be closed.
104	Vote: KTH proposes to buy container for outside, lengthy discussion - wait till bank accounts accessible and discuss again next meeting	KTH reported that 'Singy' is still trying to get us a free container from Suez, having taken our charity number. Action to be left open for another 4 weeks. There was a discussion around consideration of volunteers to run-it and costs to kit it out (potentially around £2.5k) which we currently don't have – the discussion centred around the gamble of cost against the potential income.
121	CS & IW to review & update existing policies & pass to S Marrow to allow for collation on to website	Already discussed in this meeting. Action to be closed.
127	IS due to meet electrical survey next week to go through final checks for certificate	CS reported that the surveyor has been emailed but has yet to respond. CS will try again tomorrow. YM suggested that CS go to the surveyor's manager as not been able to get hold of him/update on outstanding requirements for over a month. KTH stated concern about invalidated insurance without an electrical certificate. Date to moved forward 2 weeks.
139	YM to create loan agreement for [REDACTED] lender's Bounce-back Loan of £25K	With PL having left the meeting update will have revised target date 17/2/21

141	Apply for Blue Spark funding for Mini-Winnies	Brief discussion about how this funding could maybe be used towards flooring as the room is to be used by the Mini-Winnies. YM will include SM in the bidding (along with RJ & LB). KTH emphasised how successful the Mini-Winnies had been and how we need to get this back on asap.
172	Revise membership questionnaire from Macclesfield template to put out to our own members about improvements	SM reported that the questionnaire was ready for review (available (hidden) on the website). It was decided we should sit on it for at least 2 weeks until we know where we're up to in terms of being allowed back to play.

#### AOB

- CR requested that some items be moved from the Treasury Action Tracker to the main Action Tracker.
  - Set-up of Charity Organisation Plan; CR to send this to KTH
  - MG & YM to prepare contract for Road Riders. IW agreed to speak to RR first.
  - PHS; RP is currently in discussion with them about changing the current deal
  - Insurance: public liability for directors of the TC – MG is to email with the date of the split. There is also need to look at professional indemnity insurance and maybe employers liability; these are currently all under the unincorporated club.
- CS stated that IS has said that the sander loan to do the dance floor can be for as long as needed. KTH & LB appreciated this as it has been a very difficult and time-consuming job so far (estimate it's taking about 2 hours per square meter).
- Brief discussion about necessity to keep meetings fortnightly – agreed for the time-being.

Next meeting to be held 17<sup>th</sup> February 2021.

Meeting closed 9:37 p.m.