



Battersea Ironsides RFC Ltd

MINUTES OF THE ANNUAL GENERAL MEETING

Held on Wednesday, 24th November 2021

at Battersea Ironsides Sports Club

The meeting was opened at 7:45pm with Rob Newman welcoming everyone to the meeting, introducing the attending members of the Management Committee [noting the formal apologies of Tania Nadarajah; Women's Chair] and pointing out that under Rule 12, the general meetings are chaired by the Chairperson of the Club but on this occasion with the agreement of the Management Committee [MC], the Club Captain, Ross Lynam-Carter would take the chair.

There being no objections, the chair noted that under rule 11 a quorum of over 20 members were present and briefed how the AGM would be conducted, including voting, before moving to the business of the AGM.

Receive and Approve the Minutes of Last Year's AGM:

The meeting was reminded that the minutes of the meeting were circulated before the meeting and will be taken as read, before the chair invited comments on the Minutes. There being none raised the meeting moved to a vote and approved the minutes by a majority vote.

As such the chair declared the minutes of the BIRFC AGM 30th September, 2020 approved.

Receive and Approve a Report from the Club's Management Committee:

The report being taken as read, having been circulated before the meeting, the chair invited the following members of the MC to remind the AGM on key highlights from the report:-

- Dave Watson [Mini's Chair]; on the need for change, in the administration and running of the Sports Club to develop the future potential of facilities at the OpenView site, to the full benefit of both the rugby, cricket and football clubs and the local community;
- Al Williams [Men's Chair]; options under consideration by the MC to develop the Scout Hut on Garratt Green into an appropriate changing room facility for the Senior & Youth teams playing there on a Saturday & Sunday;
- Ross Lyman-Carter [Club Captain & Club Officer]; the current status on securing a full size rugby pitch on the Springfield Trust Development & the prospect of likely future investment of Club funds to secure this;
- Zoe Goodwin {Mini's Secretary & Club Officer}; a reminder that the rugby club is run for & by the members of the club and as such is reliant on volunteers to support playing and administration activities, both within each section and across the One Club; this being especially true with respect to running the Club House Hall & Bar.

The floor interjecting within each section to offer opinions and seek clarity on the views and course of direction being proposed by the MC, in the report, before the meeting moved to a vote.

The result being a majority in favour of the report.

As such the chair declared the Battersea Ironsides RFC 2020/2021 Report of the Management Committee approved.

Receive and Approve the Accounts:

In the absence of a Club Treasurer, Alan Wilkins, the Club Secretary, presented the financial performance of BIRFC Ltd, answering questions on both this (Appendix 1) and the pre-circulated accounts.

The meeting then moved to a vote.

The results being a majority in favour of approving the accounts.

As such the chair declared the BIRFC Ltd Accounts for the year ending 30th June, 2021 approved.

Presentation of the new Club Officers: Chairman; Secretary; Treasurer:

The chair noted that no candidate had stood for the role of Club Treasurer; noting that, the newly formed MC had the option to either co-opt a member into this roles or manage the 2021/22 season with a vacancy.

In addition, the Chair informed the meeting that only one nomination had been received for each of the following roles & declared the appointment of:

- Rob Newman, as Chairperson;
- Alan Wilkins, as Club Secretary

The appointments being for a 2 year term, running upto the July"23 AGM.

Presentation of the new four elected Committee Members:

The Chair noted that only one nomination had been received for each of the four elected Committee members and declared the appointment of:

- Zoe Goodwin
- Ross Lynam-Carter
- Simon Wardley
- Bobby Hughes

The appointment being for a 1 year term, running upto the July"22 AGM.

Presentation of the Section Chairs:

The chair informed the meeting that the voting members of Management Committee (MC) was completed by the four Section Chairs – Al Williams (Men's), Tania Nadarajah (Women's), Alastair Cowie (Youth) and Dave Watson (Mini's).

Presentation of the Club President and Club Captain:

Rob Newman, presented Ross Lynam-Cater as the Club Captain to the meeting before informing those assembled that no candidates had stood for the role of Club President.

As such the newly formed MC had the option to either co-opt a member as Club President or manage the 2021/22 season with a vacancy.

The meeting was reminded that under Rule 23.3 the Club President may attend the MC meetings but are not included in the quorum and do not have the right to vote.

The chair then requested members to give their full support during the coming season to the Committee before moving to requesting a vote on the proposed resolution.

Resolution not have the Accounts Audited:

The members were briefed that the accounts:

- a) are independently examined but that is not as rigorous, or as expensive, as a full audit;
- b) the accounts have never been audited historically and the Committee recommend that this practice continues.

The membership were reminded that the financial year end had moved forward to the 31st May [Rule 25.4] before being invited to vote to disapply the obligation to have the Financial Statements of the Club audited.

The vote being approved by the majority.

As such the chair declared the BIRFC Accounts for the year ended 31st May, 2022 would not be audited.

The chair then invited Rob Newman, the out-going President to address the floor and request the meeting to approve the MC's recommendation for Honorary Members.

Presidents Address by Rob Newman

The President expressed both his gratitude & thanks to the out-going MC and the volunteers who had ensured the Club had stayed connected with both players and members throughout the COVID-19 lock-down, before acknowledging the vigour and enthusiasm to the start of the 2021/22 season and sharing his confidence that the Rugby Club would continue to be a flag ship community club within Wandsworth.

In addition he commended the determination of the MC to re-open the Club House [on track for the end of Jan-22], and re-emphasised the importance of a fully working, safe and welcoming Club House at Open-view for Rugby, Football and Cricket; asking all of the incumbent sports to re-think and embrace the change required to fully develop the facilities at OpenView to the benefit of all of sections.

Before, recognising the significant contributions of the following BIRFC members, all of whom the meeting unanimously elected as Honorary Members:-

- Richard Cotgrove - for services to both the Junior & Senior Club over many years, including the roles of Junior Secretary & Club Secretary for numerous years;
- George Dallimore - "Father" of the Club who has been a member for 60 years and still regularly on the touchline;
- David Holtom (Smuggler) - former player and coach who embodies the heart and soul of Ironsides;
- Gill Leech - for exceptional services to the Club over many years, including running the Junior Kit Store for over 20 years.

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- Colin O’Keefe – captained the men’s 1st XV to their Twickenham triumph; responsible for laying the foundations & setting the standards for the men’s senior club;
- Claude Rolland - or services to the Junior Club over many years, including the roles of Mini’s Chair & Youth Chair;
- Wendy Price - outstanding, energetic and irreplaceable member of our Club and Clubhouse and an integral part of so much of the good things that happen at the Club;
- Richard Smith – one of the original founders of Ironsides Juniors and its first chairman and then president. Subsequently the first One Club President when the Juniors joined with the Seniors; a passionate supporter of the Club at every level and instrumental in setting up the Women’s Section;
- Ellen Walsh - for services to the Junior Club over many years & laying the pathway for female head coaches in a male dominated Rugby environment. Famously self-taught herself how to play rugby, having never played competitively before.
- Phil Wright - exceptional service to the rugby club across a number of areas including long term treasurer to the Sports Club [BISC & BISOL]

In addition, the meeting were informed that the term “Life Member” no longer existed and as such in addition to the above the following were now Honorary Members:-

- Geoff Ashby
- Max Hellicar
- Frank Poole
- Dave Wright
- Peter Glover
- Colin Livett
- Kevan Page

Rob then wished the newly appointed MC the best of luck for the future and the next stages in the club’s development.

Questions from the Floor

The Chair thanked the membership for the questions submitted to the MC prior to AGM, for which answers were circulated prior to the meeting, and opened the meeting to questions from the floor.

The MC agreed to adopt the suggestion that future requests for nominations to the MC include a statement on the intent of current incumbents to stand for re-election.

In addition the MC recognised that Akuma’s current customer service, on kit supply, was short of its and its member’s expectations and that it would work with the company to address this.

There being no further questions the chair declared the meeting closed.

Appendix 1 Financial Presentation Slides-

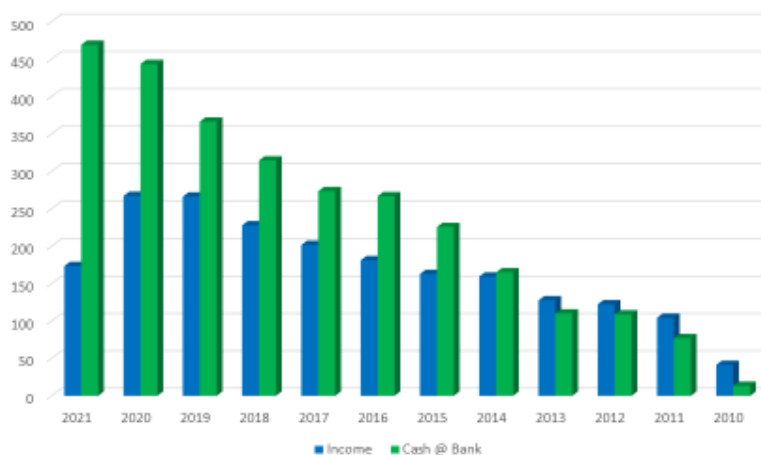
BATTERSEA IRONSIDES RUGBY FOOTBALL CLUB NOV"21 AGM

The Club House, Openview
24th November, 2021

BIRFC: ACCOUNTS AND FINANCIAL REVIEW

The Club Continues to maintain a healthy financial position; with reserves of £546k⁽¹⁾ and Cash at Bank £469k⁽¹⁾
Income dropped in 2021 due to the impact of COVID-19;
Historically the Club has grown at CAGR: +5% p.a from '11 to '20 but is close to max capacity, given its current facilities

BIRFC Financial Performance:
2010 to 2021



⁽¹⁾ Reserves and Cash are net £15k Trust Fund, set up in 2021.

BIRFC: MEMBERSHIP QUESTIONS ON THE ACCOUNTS

The Club has submitted Draft Accounts for review by the independently appointed auditors.

Subs Dropped to £167k			
Membership: Subs			
	2020	2021	%
Junior	162	131	-19%
Mens	31	38	-29%
	<u>213</u>	<u>167</u>	<u>-22%</u>
Membership: #s			
	2020	2021	%
Minis	892	706	-21%
Youth	367	295	8%
	<u>1,259</u>	<u>1,101</u>	<u>-13%</u>
of which			
	2020	2021	%
U5	98	30	-69%
U6	114	76	-33%
U7	161	103	-36%
# Total	<u>373</u>	<u>209</u>	<u>-44%</u>

Legal & Professional Fees: £30k	
	£(000)
1. S_Martineau	13.8
2. S_Martineau	5.4
3. Sportsclub Houses	3.0
4. Savills Property	5.9
5. SA Ledgers	2.0
	<u>30.1</u>
Notes	
1. Threat of legal action	
2. BIRFC New Rules	
3. Openview Feasibility Study	
4. Springfield Trust, planning review	
5. BISOL "going concern" study	

Junior Stock Valuation	
	£(000)
1. Draft Accounts	3.5
Opening Stock	22.4
Purchases	(4.6)
Sales	21.3
# total	(4.7)
Accounting adj	16.6
Closing Stock	
	<u>16.6</u>
2. Stock Count	
@ Club House	20.1
@ Supersports	13.1
	<u>33.2</u>
Adj	(16.6)
Draft Accounts	<u>16.6</u>

BISOL Loans	
	£(000)
Opening Balance	(90.8)
Repayments	0.0
Additions	0.0
Closing Balance	<u>(90.8)</u>

BIRFC: CAPEX: CURRENT INVESTMENT PROJECTS

Approved CAPEX Budget: £120k has been prioritised on Club House Hall & Kitchen (£91k committed to date)

Timings of investments, means expenditure will fall across two accounting periods

Club House investment was supported by an anonymous member's donation

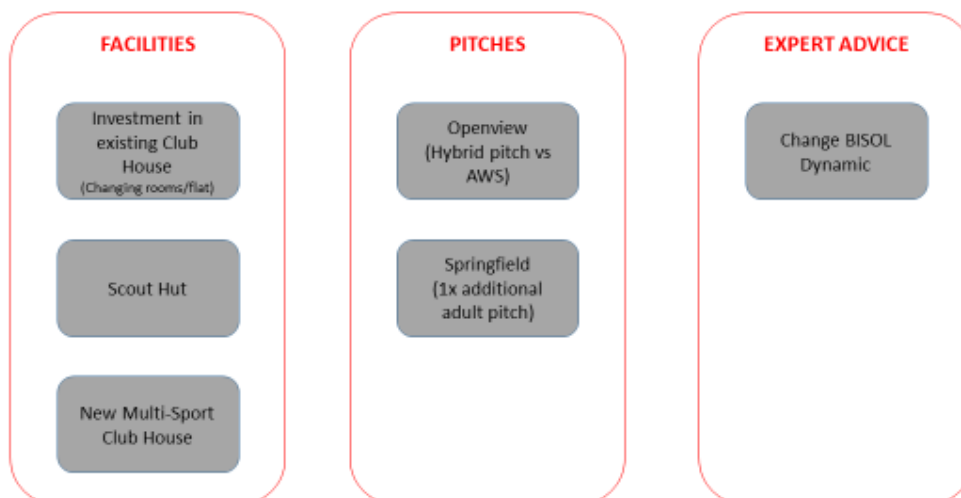
Kitchen fit out has been supported by a BISOL cash contribution.

CLUB HOUSE	
	£(000)
Plumbing/ heating & Radiators (1)	15.0
Hall & Toilets decoration (2)	14.0
Hall & Ceiling (2)	28.0
	<u>57.0</u>
Less: Donation	(14.0)
	<u>43.0</u>
Notes	
1. BIRFC Accounts: Y/E 30th June, 2021	
2. BIRFC Accounts: Y/E 30th June, 2022	

INDUSTRIAL KITCHEN	
	£(000)
Fit Out	24.6
BISOL Contribution	(11.9)
	<u>12.7</u>
Appliances (1)	30.0
Contingency	5.0
	<u>47.7</u>
Notes	
1. Lease for hire agreement	
2. BIRFC Accounts: Y/E 30th June, 2022	

BIRFC: CAPEX: FUTURE INVESTMENT PROJECTS

The Rugby Club is facing investment choices and the relative priorities in investment between



BIRFC: KEY GOVERNANCE VACANCIES

Junior Rugby Club Treasurer

- Key member of the Junior Management Committee (JMC)

Rugby Club Treasurer

- Key member of the Management Committee (MC)

BIRFC Operations

- Looking for a 5th Director to join this newly formed company, which is the operational arm of the Rugby Club
- Preference for experience in the food & beverage and hospitality business

NB: we have appointed:-

- both FCA qualified Book Keepers and Business & Admin support, to help run the Rugby Club and support these key roles;
- & pay an independent Financial Accounting & Audit firm, to complete an independent review and sign off of the accounts.