

**MINUTES of the 5th ANNUAL GENERAL MEETING of the ADVENTURE DOLPHIN (PANGBOURNE) CHARITY (the CIO) held at the Dolphin Centre on Wednesday 8<sup>th</sup> January 2020 from 7.15pm – 8.05pm**

**Present:**

John Bethell	Bob Feuillade	Alison Stephens
Dave Bethell	Lizzie Feuillade	Bob Sutherland
Ian Blatchley	Tommy Fitzgerald	Ken Tomkins
Grant Burrup	Tony Fitzgerald	Bill Whitaker
Alan Brown	Simon Halliday	Chris Whitehead
Chris Charlesworth	Donna Hatchett	Clive Williams
Linda Clark	Nick Hatchett	Fiona Wood
Cliff Coombes	Dominic Hinton	Steve Wood
Sally Coombes	Joy Jamieson	Gerry Wrigglesworth
Maggie Dennis	Matt Lennon	
Kevin Dennis	Beverley Mannering	
Ed Edwards	David Mannering	
Jane Edwards	Tim Metcalfe	
Steve Ellis	Vicky Metcalfe	
John Elwood	Jan Porter	
Sue Elwood	Stuart Quinton	

**1. Apologies:**

David Appleton	Jonnie London	Penny Tomkins
James Bethell	Andrew Middleton	Matt Westall
Susie Bethell	Adrian Moon	Sarah Westall
Janet Gillespie	Sally Moon	
Claire Hardwick	Brenda Rohweder	
Giles Hinton		
Jack Humphries		

**Clive Williams (Trust Chairman) in the Chair**

**2. Minutes of 4th AGM meeting held on 10<sup>th</sup> January 2019**

The Minutes were approved.

**3. Trustees' Report & Accounts 2018 – 2019**

Clive Williams, the Chairman, presented the Trustees' fifth report to accompany the Charity's accounts.

The report covered the historical background and the objectives of the Charity, as well as its organisational structure.

He emphasized the need to continue supporting charitable activities, such as the Scouts & DofE to preserve the Trust's charitable status.

The charity is much closer to signing a lease with W. Berkshire and W. Berkshire have agreed to carry out the works highlighted in the condition survey 18 months ago.

The Accounts were presented by the Trust Treasurer, Tony Fitzgerald, and are appended. The account holdings had increased by 65% on the previous year. This was due to a number of factors including:

- Revenue from bookings going to Adventure Dolphin and not W. Berkshire

- W. Berks transition fund absorbed some of the building costs.
- Inclusion of the Race Account funds
- Increased revenue from member joining fees and courses

The treasurer noted that the costs of running the building weren't known during the financial period 2018-19 and no money had been spent on equipment renewals and only essential building maintenance work had been carried out. Money has since been allocated for redecorating the building, as none had been done since the building was built 10 years ago.

The overall position of the Trust was stable. Income for the year was just under £35k with sufficient reserves of £87.5k. This now exceeds the estimated £60k annual expenditure to be held in reserve, which is under annual review.

Looking forward the charity is aiming to cover the costs of running the building through rentals and through continued volunteer support. Without the continued support of volunteers and the facilities team this would not be possible.

During the year a new contract with Outdoor Academy has been signed which opens up the downstairs of the building (both water and climbing activities) during the day Monday to Friday. They are looking to expand their business to more local schools more schools in the local area and is an opportunity to increase the use of the facilities to the local community, increase the profile of Adventure Dolphin as well as increase club membership.

It was Proposed by Clive Williams; seconded by Joy Jamieson

**Resolved:** That the Trustee's Report and Accounts for 2018/19 be approved

#### 4. Election of Trustees

We are saying goodbye today to one of our founder Trustees, Bob Feuillade. He has decided to step down to give someone else an opportunity to serve as a Trustee. That is typical of Bob, very much a team player. I shall miss his very positive attitude and shrewd and sound judgement. With people like Bob around you know the organisation is in good heart.

One third of Trustees were required to stand down each year but could be re-elected. In order of rotation this meant that Alan Brown, Kevin Dennis and Tony Fitzgerald would have to stand down but were prepared to continue to serve if re-elected.

It was proposed by Stuart Quinton; seconded by Ken Tomkins

**Resolved: (1)** That Alan Brown, Kevin Dennis and Tony Fitzgerald be re-appointed as Trustees for a term of 3 years.

Clive Williams put himself forward for a final year of Chairmanship until a new Chairperson is found.

It was proposed by Ed Edwards; seconded by John Bethell.

**Resolved: (2)** That Clive Williams be re-appointed as a Trustee for a term of 1 year.

The Chairman was pleased that as David Appleton is returning to the UK, he has put himself forward to re-join the trustees (having stepped down last year). He was also pleased to nominate Simon Halliday who had joined the trustee's during the year. He would propose all 3 to become trustees.

It was proposed by Clive Williams; seconded by Bill Whittiker.

**Resolved: (3)** That Simon Halliday and Dave Appleton be appointed as Trustees

The chairman was also pleased that one of the Trust's members Mr Chris Whitehead had volunteered to become a Trustee.

It was proposed by Clive Williams; seconded by Tony Fitzgerald.

**Resolved: (4)** That Chris Whitehead be appointed as a Trustee

During 2019 Trustee Sarah Westall also stepped down for personal reasons, but she has kindly continued to manage our lettings of the main Hall, which is a major income generator. Sarah is one of life's doers and is making a very great contribution to our work, which is very much appreciated.

The Trustees are now as follows:

Dave Appleton  
Alan Brown  
Kevin Dennis  
Ed Edwards  
Steve Ellis  
Tony Fitzgerald  
Simon Haliday  
Joy Jamieson  
Chris Whitehead  
Clive Williams

## 5. Chairman's Report

Please see full report attached. The chairman outlined the responsibilities of the charity and the trustees. He stressed that there were some volunteers (trustees and members) who do a lot and that the succession planning was currently being undertaken. The current structure of the charity is also being reviewed along with other means of lightening the load on some members.

The lease has yet to be finalised but is getting close to being agreed for an initial 3 years followed by the option to extend for 7 years. At present the main sticking point in the contract is whether W. Berkshire CC will rebuild the building in the event of a fire as they are reserving the right not to rebuild. Neither Pangbourne Parish Council nor the charity wish to see the building destroyed and not replaced in a timely manner. As such the charity is seeking for the clause to be amended such that either W. Berkshire CC will rebuild in the event of a fire or so that the charity can insure against such circumstances at a cost £3k a year.

**Question raised by Jan Porter:** Who will get the insurance money if there is a fire – W. Berkshire or the charity and who will then own the building? This needs to be confirmed with the insurer should this route be taken.

The lease with Outdoor Academy for next year is being negotiated. The charity expects to benefit financially both directly through the lease and indirectly through increased community presence and membership.

Question from Lizzie F. - As OA are using the equipment do the fees that OA pay cover the wear and tear of the equipment?

This year (OA's first year) the fee paid to the charity was £10k. This was viewed as mutually beneficial as this gave an opportunity for OA to set up their business at the Dolphin Centre and the charity to raise a known fixed income. Both parties are expecting as OA's business grows for OA's fees to increase.

Sarah W. was thanked for organising a members survey. The trustees have reviewed the results and have been looking at measures to address some of the points raised, such as greater access, maintaining high standards and meeting charitable

objectives. One point that came out was a desire from members to have a more social/club atmosphere with the possibility of having a bar once a week. If anyone is interested please contact Joy or Clive.

**6. Appointment of External Examiner**

It was proposed that James Cowper Kreston – Accountants be appointed as the Examiner of Accounts for the financial year 2018-19.

**Approved.**

**7. Resolutions submitted by members**

No resolutions had been submitted.

**8. AOB**

None

The Chairman closed the AGM at 8.05pm

There followed a short 10 minute break.

**9. Adventure Dolphin Review of the Year**

Kevin Dennis then gave a Review of the Year.

Meeting concluded at 8.45pm