



**ROYAL BRIGHTON YACHT CLUB INC.
MINUTES OF SPECIAL GENERAL MEETING OF MEMBERS
THURSDAY 22ND FEBRUARY 2024 at 7pm**

ATTENDEES

Commodore Niesje Hees, Rear Commodore Peter Gebhardt, Honorary Treasurer Bett Heath, Murray Cowdell, Cath Hurley, Peter Austin, Karen Johns, Past Commodore Peter Johns, Bill Westerbeek, Scott Shelton, David Hutchings, Liz Seaward, Jan Ferguson, Andrew Poulton, Terry Frankham, Chris Sand, John Wertheimer, Susan Leaper, Simon Tedstone, Jim Leckey, Jennifer Pascoe, Rod McKenna, Patrick Purcell, Margaret Findlay, Wayne Seaward, Glenn Ferguson, Sue Cassidy, Julien Reipert, Keith Badger, Campbell Ewart, Matthew Gault, Eliza Newton, Denis McConnell, Chris McConnell, Elizabeth Shen, Sergio Giurina, Past Commodore David Bingham, Margaret Neeson, Past Commodore Paul Pascoe, Past Commodore Wendy Luck, Alexey Rudakov, Andrew Perkins.

A quorum of more than 20 Senior Members was declared.

APOLOGIES

Vice Commodore Peter Demura, Committee Neil Sargeant Kim Luck, Past Commodore Paul Woodman, Past Commodore Ron Davies, David Dyring, Peter Coleman.

ACKNOWLEDGMENT OF PROXY VOTES

Commodore Niesje Hees x 17
Murray Cowdell x 20
Past Commodore David Bingham x 1
Karen Johns x 4
Past Commodore Peter Johns x 2
Christopher Sand x 1

Commodore Niesje Hees opened the meeting at 1900 by welcoming all members and acknowledging the traditional custodians of the land on which we meet.

The agenda for the meeting was outlined.

1. Apologies and Proxies
2. Purpose of Meeting
3. Summary of Background Information
4. Questions
5. Member Vote

The purpose of the meeting is:

1. To note the report on the Forecourt Redevelopment, which is Stage 4a of the Club's Master Plan.
2. To consider and, if thought fit, to approve the following resolution:

That in accordance with the requirements of RBYC Club Rules 30 and 42, the Members of the Club resolve to authorise the General Committee to:

- i) Enter into a bank loan of up to \$1,000,000 and
- ii) Give security over any of the Club's property or assets for any such loans for the improvements of the Club premises in accordance with the plans provided to Club Members for the redevelopment of the Forecourt.

The background of the project was discussed as Stage 4a of the RBYC masterplan. This had previously had planning permission which had expired and had been renewed. The governance was then outlined with the members of Forecourt Redevelopment Working Group identified. The plan has been reviewed by the Asset Sub-Committee. The Finance Sub-Committee has reviewed the project and made a recommendation to the General Committee that the club can afford the project and that it should be financed to enable reserve cash to be used for dredging and other smaller capital projects. The current loan will be paid off by October 2024 (\$284k is outstanding of the original \$2M loan).

The project was passed unanimously as a motion by the General Committee.

Questions from the floor.

Q. There were some questions regarding the commercial viability of the project.

A. There is no quantitative business case – this is about accessibility and improving amenities for members. It is true that the potential impact on function revenue has been discussed in the past, but the GC did not think this was certain or quantifiable. There may end up being a side benefit in the club being more attractive for functions, but this is not the main reason for undertaking the project. This project is in accordance with the Club's Master Plan. It has been reinforced to us that the club is not accessible and that this presents a safety risk in terms of ambulances attending the club, as well as an inconvenience for members wanting to be dropped off or picked up.

Q. Would it be better to use a staged approach rather than do the whole project as one?

A. It was thought that the project will not become less expensive in the future and that the project should be complete as one. This is considered the minimum scope for the project without incurring extra costs overall.

Q. Will this project divert funds from Sailing (core business) activity.

A. Sailing projects continue to a high priority and significant funds have been spent, and will continue to be spent, on supporting sailing initiatives. This includes purchasing two new race management boats within the past year, and servicing the race management fleet.

Q. If the proposal does not pass, will the project go ahead.

A. If the funding model is not adopted the Committee will meet to consider next steps.

Jim Leckey commented that the state of repair, cleaning and general presentation of the Club House was poor and said that while the new works would improve one aspect of the club other areas must not be forgotten. This comment received support from some of the members in attendance at the meeting. Jim then asked if the club would commit to improving other areas such as general cleaning, repair and painting to external surfaces and the repair of the surface in front of the gym. The chair of the meeting (Niesje Hees) replied that this was not the purpose of this meeting.

Q. Will assets be subject to a lien?

A. The loan will be negotiated on the outcome of this meeting. It is expected that Club Assets will be used as security for the loan.

Q. Does the plan take into account larger vehicles.

A. There has been an assessment of the driveway by independent traffic group who recommended a 3.8m clearance given the waste removal and delivery trucks coming to the club.

Q. What plans are in place for the flagpole.

A. The flagpole will be replaced with a new pole, with the location still to be determined. It may be placed in the rigging yard on the water side

Resolution: proposed by Niesje Hees, Seconded by Brett Heath

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It was requested by 4 members that the ballot be conducted as a Secret Ballot. In accordance with the Club Rules this was accommodated by the chair of the meeting and a secret ballot took place.

The results of the secret ballot were announced by Niesje Hees

61 Votes in favour of the motion, 26 Votes against the motion. The motion was Carried.

Commodore Niesje Hees thanked the members for attending and closed the meeting at 19:46HR

Minutes taken by
Phil Hall
Secretary / General Manager