

## **Minutes of Ipswich Sports Club EGM**

**Held on Thursday 25<sup>th</sup> February 2016 at 7.30pm at the Club House**

**Present:** 135 members entitled to vote plus one or two other persons not entitled to vote (all as per the signed schedules of attendees held in the club membership secretary's office).

**Apologies:** Roger Draper, Roger Garrod, Wendy Palmer, Anne Sheldon, Mike Stiff, John Tuppen, Mike Watts, Claire Webb and Ann Woodings.

### **1. Welcome, introduction to the meeting and apologies for absence**

The Club President Maggie Lipscombe (MLi) welcomed everyone to this extraordinary special meeting called to consider a single topic only. She noted that well over 100 members entitled to vote were present sufficient to satisfy the EGM quorum requirement and thanked everyone for making a special effort to be present.

MLi stated that the meeting had been called to consider and hopefully approve changes to the Club's constitution to help the Club meet the new requirements coming into full force and effect on 1<sup>st</sup> April 2016 for Community Amateur Sports Clubs (CASCs). As an existing CASC ISC currently benefits substantially in a reduction in its business rates and we need to take this step to help maintain CASC status. No action to comply with the new requirements could have severe implications for the finances of the club and efforts to maintain subscriptions at competitive levels will be seriously challenged. She referred to the time spent and the efforts of members of the Executive considering these CASC issues with our lawyers and accountants and expressed her thanks to them.

### **2. Council's proposed amendments to the Club's constitution**

The Club Secretary Keith Palmer (KP) then outlined that the meeting was being asked to consider the following resolution:

"The meeting to consider, and if appropriate, approve and adopt the proposed changes to the Club's constitution as shown in 'Draft2 January 2016'" as set out on the Club's website

He briefly referred to the explanatory note also on the Club website, a copy of which note had been handed to those present on arrival. In particular, in the main the rules have been reduced or amended to reflect more closely the model clauses recommended by HMRC in their lengthy guidance notes for CASCs and to emphasise, as a CASC, the club's main 'eligible' sports.

He also explained the relevance of the new rule 5.5 recognising that the club could establish a wholly owned trading subsidiary (to be known as Ipswich Sports Club Services Limited), an arrangement specifically allowed under HMRC's guidance and which ISC requires in order not to breach certain aspects of the CASC qualifying conditions.

A number of questions came from members attending.:

Ian Bland asked if the Club could split the eligible sports into different organisations? The response was that would create considerably extra complexity and may not make it any easier to meet the CASC conditions.

Rob Butler asked what sources of income would be transferred to the subsidiary? The answer was this has not yet been finally decided but would probably include rental income, sponsorship and some other non-member income.

Rob Marsh-Feiley asked would it help if the Club had more sports? The response was that as a single club the CASC criteria are for finite financial limits and the number of eligible sports it supports does not make a difference.

Mark Davies asked if income and or assets would move to the subsidiary and was answered income only.

Mark Davies also asked had the Club received written advice or had relied on a legal advice simply given in a telephone call? The response was that the club had consulted legal advisers, had meetings and email correspondence with them and indeed the draft constitutional changes on the club's website were as per the draft they had sent to the club.

KP then read out the resolution and asked members entitled to vote to vote by show of hands for or against the approval and adoption of the proposed changes to the constitution. The vote in favour was unanimous.

### **3. Any other business acceptable to the Chairman**

This being a single topic meeting no other business arose. However, KP did mention to members that this was just one step in the proposed way forward to arranging for the club to become an incorporated body, probably as a charity rather than as a CASC in the longer term, and that the Council hopes to give members more detailed information about this at the forthcoming AGM in June.

The meeting closed at 8.20pm