

The Royal Air Force Club 2021 Annual General Meeting

Wednesday 13th October 2021
The Royal Air Force Club – 1800hrs – Online & in the Sovereigns' Room

Officials present:

SG	Air Marshal Sue Gray	Chair of the Board of Trustees
JF	Mr John Fisher	Vice-Chair of the Board of Trustees
MP	Mr Miles Pooley	Chief Executive & Club Secretary
MH	Mr Michael Harding	Director of Finance
AB	Mrs Anna Bennett	Senior Audit Partner, haysmacintyre

The Chairman welcomed those present to the first hybrid (online and in person) Annual General Meeting and reported that just over 200 Members had signed up to attend online and a further 30 in person. Those on the panel were introduced.

During the introduction SG stated that a number of questions had been submitted in advance of the AGM which may require research and discussion. Those not answered would be referred to the relevant Committee for follow up and response to the Member. Live questions would be answered time permitting or summarised and answered as an attachment to the minutes.

JF explained the voting procedure and how the votes online and in person would be calculated. Those attending were reminded that only 'Full' Members were permitted to vote, but any Member may ask a question.

1) Minutes of the meeting held on Wednesday 14th October 2020

The Chairman reminded those attending that the minutes of the AGM are available on the website within 2 or 3 weeks of the meeting to allow Members to read and to request any changes if required.

Proposed for acceptance by: Flight Lieutenant Ian Melia
Seconded for acceptance by: Flight Lieutenant Gary Hornby

Carried unanimously.

Decision: Following a vote, the minutes were approved as a true and accurate record of the meeting.

2) The Annual Accounts ~ Mrs Anna Bennett

AB presented the 2020 annual accounts and stated that Members will have in their AGM papers, the accounts of the Club for the year ended 31 December 2020. These were signed by the Board on 10 March 2021, which is also the date of the audit report.

The majority of the audit work took place in February and March this year, during lockdown, and was carried out entirely remotely for the first time. AB thanked the Finance Team (Olu Idowu and Michael Harding) for their help and support during the audit, which ran smoothly.

The 2020 accounts cover the calendar year 2020, including the closure of the Club from mid-March 2020 and further lockdowns later in the year. The Club income from bedrooms, food and drink and events therefore fell significantly compared to the prior year (from £9.5m to £4.4m). The accounts also show the income received by the Club from the Coronavirus Job Retention Scheme (£1.3m) and from the appeal made to members (£401k).

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The Club made an overall deficit for the year of £674k, and the decrease in the UK interest rate also meant an unrealised loss on the interest rate swap (£140k) taken out at the same time as the Club's bank loan, to finance the Centenary Project.

The year end balance sheet shows an increased cash position, of £1.6m, the reduction of the main bank loan to £4.7m and the Coronavirus Business Interruption Loan taken out during 2020 of £1.4m.

haysmacintyre worked closely with the Club during the audit to review forecasts, budgets and plans for the next 12 months. Part of this work was a review of various scenario and contingency plans that the Club had produced to support their view that the Club remained a 'going concern'. Page 16 of the accounts that the report is unqualified in this respect.

Question: Wing Commander Clive Upton

When the appeal went out last year, as this was a charitable donation, what were the opportunities (would the donations qualify) to claim gift aid back from HMRC?

Answer: Michael Harding

For donations we have received over £600,000 to date, of that we can claim 25%. For every £1.00 received, we can claim back £0.25. For 2020, we claimed back approximately £25,000 to £30,000 worth of gift-aid which was the first claim. A second claim of approximately £37,500 is being prepared for submission, with a third claim scheduled for January 2022. Unfortunately not all donations came with a gift-aid form, and we anticipate only about 65% of those who donated, submitted a gift-aid form. Any Members who have not yet submitted a form are invited to do so. Forms are available at the Club.

Answer: Wing Commander Clive Upton

Congratulations and thank you.

Answer: Air Marshal Sue Gray

For those watching online, if you have not completed a form, please get in touch with the Club.

Proposed for acceptance by: Wing Commander Clive Upton

Seconded for acceptance by: Group Captain Ian MacEachern

Carried unanimously.

Decision: Following a vote, the annual accounts were approved.

3) The Trustees' Annual Report ~ The panel

SG opened the presentation by stating that traditionally we would only report on the previous year, however, due to the nature of the pandemic, the panel would also include an update on 2021.

Fundraising & legacies

SG presented an update on the fundraising and legacies activities of the Club which included a thank-you to those Members who have donated to the recent Club Appeals.

The report included:

- Approximately 8% of the Club Membership have donated to the Club appeals.
- The total amount donated to the Club is approximately £604,481.
- This includes £416,981 single donations and approximately £12,500 a month in reoccurring monthly donations.
- A small number of additional donations have been made, that are related to specific items.
- A part time Director of Fundraising, Claire Dakin has been appointed
- 'Friends of the RAF Club' ~ a new initiative to help raise ongoing funds for the Club will be launched soon.

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Membership

SG presented a report on Club Membership and stated that :

- At the end of December 2020 the Club had 23,754 members, which is a similar level to previous years.
- 50% of the total membership continue to be made up of Serving and Former Serving Officers which increases to 82% when spouses / partners are included.
- Affiliate Members make up 4% of the total membership and family members make up just 8% of the total membership.
- Over the past 6 years (2015 to 2020) membership has remained steady, with Serving Officers and Reservists remaining around 4350 members and small increases in Family Members.
- Despite the pandemic and the numerous national and local lockdowns, the overall membership number from January to December (2021) was 97%.
- 789 new Members joined in 2020.

In summary, SG stated that overall, the Club continues to have a good solid membership base.

People & Human Resources

MP presented an update on People (Club Staff) and Human Resources. The report included the following points:

When the 1st lockdown was announced, the Club prioritised HR tasks into 3 key areas:

Policy & Procedure	Safety & Wellbeing	Communication & Learning
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With the overall aim to:

- to ensure our team were taken care of and to ensure understanding
- to maintain engagement levels of the team, whilst managing the impact of the pandemic on the Club

A redundancy programme then commenced in July 2020, with a total of 44 redundancies (and other leavers):

- 370 years of skill, service and knowledge have been lost
- The current staff headcount is 106, which will increase to a maximum of 137 by the end of 2022, if this is in line with business levels
- 11 of those who were made redundant have returned to Club employment in a full or part time role. An additional 7 staff made redundant have returned as casual employees.

As the Club welcomed members back from 17th May, the team was built a few weeks before. At that time we had 86 staff which was 57% of the full time workforce of the Club prior to the pandemic. As colleagues returned back from furlough, at the same time the hospitality industry began to move again and we had another 12 staff member move on soon after as they either decided to further their careers elsewhere and in some cases leave the industry.

MP reported on the current recruitment issue facing the hospitality industry and stated that the hospitality industry has always been challenged with attracting enough high calibre individuals. Long hours, unsocial hours and poor pay have sadly been linked to the industry. Secure employment was always a plus prior to the pandemic but now the confidence in the industry has been negatively impacted further. A recent hospitality report found that:

- 92,000 EU workers having left the UK
- The restrictions on visas for EU workers entering the UK have had a significant impact on staff
- The hospitality industry's reputation needs to improve
- That the industry needs to better showcase employment opportunities and benefits to attract staff

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- 57% of businesses have increased their pay and benefits package in the last year in response to the shifting demands in the labour market.

As hotels and hospitality venues re-open, those employers in London are all sourcing staff from the same pool which is pushing hourly rates and salaries up significantly.

UK hospitality who are the leading hospitality trade association have short term, medium and long term plans to address the recruitment issues in the industry. The Club senior team continue to remain very focused on our people to ensure that we continue to attract talented individuals and retain them.

Our people – headcount & nationality

MP stated that despite the challenges of the pandemic and Brexit, the Club maintains a good international workforce. Currently the Club employs 106 people and also has 22 casual workers, allowing us to have a flexible payroll which is absolutely key, particularly when the Club moves into the quieter months at the beginning of the year. The team originate from 24 countries with 39% coming from the United Kingdom. 52% of Club Staff are from the European union and have settled/pre settled status. The workforce is 45% female and 55% male.

Our people – recognition

MP reported on the measures that the Club takes to recognise its talented staff, including participation in 'International Housekeeping week' as well as long service awards and specific recognition events.

Club Events

Reporting on the Club Events, MP stated that: in 2021 the Club hosted various Online Events, with hundreds of Club Members attending. They included, wine tasting, talks on Health as well as Members who have served during times of conflict and they will continue in 2022.

In July this year, the 'Pathfinders' Club event took place with Members joining in person and via zoom, with Club Member Flt Lt Colin Bell.

Financial update

MH presented a financial update for the Club on the following areas:

Trading results	Bedroom occupancy	The Club Cash position
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Trading results 2021

- For the first 5 months, the Club generated virtually no income.
- The Club reopened on the 17th May with the final hospitality restrictions ending in July.
- The Club is currently trading at (approximately) 92% of 2019 business levels which is forecasted to continue until the end of the year.
- Total revenue (2021) is forecasted at £7m including donations.
- An operating surplus is forecasted (2021) of £641k

Trading results 2022

- Forecasting to be at 2019 levels by July (at the latest)
- Year end revenue is forecasted at £9.5m with an operating surplus of £783k

Bedroom occupancy

MH presented the bedroom occupancy (2019 to 2021) and stated that 2020 started off well in January and February leading to a dramatic drop in March to July. August saw a slight pick up to 30% however

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the remainder of the year, which is normally the Clubs busiest season was well below the normal occupancy levels. The line for 2021 shows January to April with an average occupancy of below 5%, rising to 70% in July. August and September also ended up at a lower occupancy than 2019.

The Club Cash position

2020	2021	2022
Starting in January and early February 2020 MH reported on the £2.5m cash balance which was aided by a strong cash position carried over from 2019 and the cash benefit in Jan/Feb 2020 of the annual membership renewals. The effect of the pandemic started to financially impact the Club at the end of February with the cash position rapidly deteriorating from that period until December 2020. The year ended with a cash balance of £143k.	In 2021 the cash balance shared to recover with the benefit of the annual membership renewals. There was a slight dip in Q2 due to low levels of trading, however since we fully reopened in the summer the balance has increased with the Club forecasting to finish 2021 with a cash balance of circa £1.3m.	This leaves us in a strong position moving in to 2022, you can see the increase again in Jan/Feb with the benefit of the annual membership renewals and with the levels of business returning we hope to normal by the summer of 2022 we are forecasting the cash balance as the end of 2022 to be circa 2.5M.

There were no questions asked in relation to the 2020 report from the Board of Trustees.

This concluded the 2020 Trustees Report.

4) The retirement of Trustees

SG reported that no Trustees have retired since the last Annual General Meeting.

5) The retirement and reappointment of Trustees

SG reported that no Trustees have retired to seek re-election at this time.

6) The appointment of new Trustees

SG stated that Air Vice-Marshal David Murray is proposed as a Trustee of the Royal Air Force Club.

Proposed for acceptance by: Flight Lieutenant Ian Melia

Seconded for acceptance by: Mrs Deborah Burns

Carried unanimously.

Decision: Following a vote, Air Vice-Marshal David Murray is appointed as a Trustee of the Royal Air Force Club

7) The appointment of the Vice-Chair

SG stated that Mr John Fisher is proposed to remain in post in his role as Vice-Chair of the Royal Air Force Club until January 2023.

Proposed for acceptance by: Squadron Leader Sean O'Brien

Seconded for acceptance by: Wing Commander Ted Vary

Carried unanimously.

Decision: Following a vote, Mr John Fisher is appointed as Vice-Chair Royal Air Force Club until January 2023

8) The appointment of the Chair of the Board

Presenting this agenda item, John Fisher reported that Air Marshal Sue Gray has informed the Board of Trustees of her wish to retire from the role as Chair of the Board, and that of Trustee in January 2022.

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The vote for today will be to re-appoint Air Marshal Sue Gray as Chair until the 27th January and Air Vice-Marshall David Murray as Chairman from the 28th January for a period of 3 years.

Before voting, JF wished a thank you be recorded to Air Marshal Gray for the work that she has undertaken as Chair of the Board of Trustees. JF stated that AM Gray has been an outstanding Chair and has led the Club through its most troubled time, perhaps since the Colonels' revolt and has shown exceptional tenacity, diplomacy, and humour in her leadership of the Club.

The gratitude and thanks of the membership was signified by around of applause of those attending.

JF stated that Air Marshal Sue Gray is proposed as Chair of the Board of Trustees until the 27th January 2022 and that Air Vice-Marshall David Murray is proposed as Chairman of the Board of Trustees from the 28th January 2022 for a period of 3 years.

Proposed for acceptance by: Group Captain James 'Jim' Beldon

Seconded for acceptance by: Flight Lieutenant Geraldine Linford

Carried unanimously.

Air Marshal Sue Gray is reappointed as Chair of the Board of Trustees until the 27th January 2022 and Air Vice-Marshall David Murray is appointed as Chairman of the Board of Trustees from the 28th January for a period of 3 years

9) The appointment and remuneration of the Auditors

Messrs haysmacintyre have been proposed as the Auditors for the ensuing year and subject to their reappointment it is further proposed that they shall be remunerated in accordance with their usual terms and conditions.

Before the vote, SG stated a record of thanks to Anna Bennett, who due to a change of role will no longer be the Club Senior Audit Partner. Anna has taken the Club through several audits, including the Centenary extension, the Centenary year and this period of pandemic and the Club thanks her for her diligence, guidance and work that she has undertaken. SG further stated that a new audit partner (from haysmacintyre) will be appointed later in the year.

Proposed for acceptance by: Air Marshal Sue Gray

Seconded for acceptance by: Group Captain Ian Bruton

Carried unanimously.

haysmacintyre are reappointed as the Club Auditors.

10) Propositions submitted to the meeting in accordance with article 2.8G

SG stated that No items have been submitted in relation to proposition 2.8G

"...discuss and determine any issues of policy or resolutions of which 14 days notice in writing have been given to the Secretary"

11) Any other business

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Questions answered in the meeting:

Question from Squadron Leader Ivor Gibbs:

Firstly I should like to put on record my thanks to the Committee and all of the staff at The Club for the fortitude shown throughout this uniquely difficult period of the Covid pandemic. I am mindful that austerity has been the 'order of the day' and staffing levels have been reduced. However, now that the dark clouds are brightening I hope normal standards can be restored.

My points are directed to the Dining room. At lunch we've lost that fine quality that has made us a 'cut above':

- The pristine white table cloths have gone exposing table tops akin McDonalds'.
- The dress plates are not being used.
- The service used to start with the server opening the napkins for the diners. That does not seem to be the norm anymore.
- Next the server used to offer a selection of bread to individuals and to serve them. Now a bread basket is put in the centre of the table for a self service rummage. What's more, at my most recent lunch the bread basket had been replaced by a black plastic 'basket'.
- Going back to the lack of table cloths. We used to see them at breakfast too but they disappeared before the pandemic. I have not had dinner in the Dining room so I cannot comment on evening standards. Please can we strive to get things back to normal?

Answer from Miles Pooley

In response to the question, MP stated that table cloths were omitted from the Dining Room in the Summer as the Club did not have sufficient staff, both in the laundry and in the Dining Room to have them put on the tables. As of Monday 11th October, table cloths and presentation plates are now back in place.

Referring to the comment regarding the serving of bread now being in self-service from bread baskets (which are not plastic) MP stated that this change was made 2 or 3 years ago, predominantly due to a lack of silver service trained staff, and this is how bread is now presented.

In summary, MP stated that it was intended to reintroduce the table cloths earlier in the year which was not possible.

Answer from Air Marshal Sue Gray

AM stated that two similar questions including one from Air Vice-Marshal, the Right Revd Brian Lucas & Squadron Leader Richard Gillett had also been submitted but the answer above answered these questions.

Question from Flight Lieutenant Peter Hewkin:

By how much has the Running Horse food tariff increased since New Year 2020, as it now feels excessive? What for a long time were reasonable prices for lunch mains, soup, sandwiches etc, now seem very much higher, except for a very small number of items which are strangely disproportionately still good value.

Answer from Miles Pooley

MP responded: prior to the Running Horse re-opening on the 6th September, there have been no increase in the menu (prices) since early 2020. The Running Horse has been closed for over 17 months due to the pandemic and laterally due to staff shortages. Prior to it re-opening, the Club carried out a benchmarking exercise with several other Clubs and the wider London area. The results showed that menu items were under-priced, combined with the cost of ingredients and labour increasing, and the need to regain some of the losses from the pandemic. The prices still remain competitive and the kitchen team focussed on serving quality produce.

Certain items (such as soup) have not significantly been increased in price, but dishes such as 'fish and chips' have gone up to match the new price being paid for those items from our suppliers. The price of haddock, for example has increased from £1.40 per portion in 2019 to £1.90 to £2.00 now.

Question from Flight Lieutenant Peter Lennon

The interest rates on the outstanding loans seems to be a little on the high side against that which is available in the open market. Please clarify.

Answer from Flight Lieutenant Ian Melia, (Trustee & Chairman of the Finance, Audit & Risk Committee)

IM started his response with a thank you to Michael Harding (Director of Finance), who joined the Club in February 2021 and immediately had to deal with the financial implications of the pandemic. Forecasts and budgets often had to be updated daily and a thank you is given for his work.

In responding to the question, IM stated that, the main loan relates to the £5.5m Centenary extension loan (the project to demolish the squash courts and build 17 new bedrooms, fitness centre, business suite and toilets). The total construction cost was £8m. A number of banks were approached in relation to the loan, including the current Club bank, Coutts and Co. Following which, Coutts and Co offered the lowest rate and were chosen. Loans for this type of activity, has a number of elements including: the base rate, which fluctuates following the Bank of England rate. The Coutts base rate at the time was 0.25%, which was the same offered by the other banks. The banks then have a margin, which is in addition to the base rate, with Coutts offering 2.45%. A 7 year interest rate swap was negotiated

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with the bank which fixed the rate at an interest rate cost of 1.53%, giving a combined interest rate of 3.853%. All of the other banks offered higher interest rates. The Club is therefore fairly confident that it has found the best deal for the Club following competitive tendering. An independent financial broker was also consulted who confirmed that the Club was getting a good deal. The Club is locked into the deal for 7 years, but an additional benefit to the Club was negotiated by way of an interest offset arrangement, with our cash balance earning interest of 1.2% which is credited against the interest expense. The Club also took a covid-19 business interruption loan, with an extremely low rate of interest rate, again due to the relationship the Club has with the bank.

Question from Professor Nick Webborn

Please would the Board of Trustees assess the possibility of a fully inclusive and accessible main entrance from Piccadilly. As someone injured in service 40 years ago I find it regrettable that people with mobility issues still need to use the Trades entrance to enter the Club and then have assisted use of stair lift within the Club to access the main floor. Solutions to accessibility issues have moved on considerably under a Universal Design approach to create an environment that can be used by all people regardless of ability. Examples of aesthetically pleasing functional entrances include the access to the Bank of England (Grade 1 listed) with a system approved by both English Heritage and the City of London (See <https://www.sesameaccess.com/lifts>). I would hope that the Board of Trustees would consider that all members injured in service, or just developing mobility issues in later life, have equitable access to the Club facilities and independent movement within the Club. Now as Chair of the British Paralympic Association, an organisation founded on the rehabilitation of injured servicemen into society through the Stoke Mandeville Games, I feel it is really important that the Club consider its accessibility. As a member many years ago I was put off by the accessibility of the Club then but now feel more empowered to bring this to your attention. However it may also increase membership from others with similar needs, who feel excluded by the current situation.

Answer from Miles Pooley

Before the accessible entrance was introduced at 6 Old Park Lane, the Club tried, without luck, to make the entrance on Piccadilly accessible for all. At that time, we wished to have a ramp installed but the gradient required was not allowed as it emerged on to the pedestrian area. Whilst we appreciate that the 6 Old Park Lane entrance is not as glamorous as the front door, we do believe it serves the purpose for allowing access for all to the Club. We are planning the installation of new front doors next year, funding permitting, and as part of that process, we will engage with Sesame access to see what they could install for us, as part of this project. It should be noted that the Club has provided accessible bedrooms for Club members and has taken advice from the College of Occupational Therapists, in the past. We shall ensure that as future refurbishments of the Club are done, we continue to bear in mind those Members and guests who may require additional assistance whilst in the Club.

Question from Wg Cdr Michael Gilbert

I understand that in accepting the very generous offer by 601 Sqn to refurbish the Victoria Bar, particular rights were granted to the squadron. In reaching this unprecedented decision, did the Board consider:

1. the implications of granting rights to the use of a public room of a Members Club to a particular section of the membership
 2. the Art Committee's overall responsibility for all works of art within the Club in particular determining what works should be accepted, and how and where displayed?
- It should be noted that three previous outstanding patrons - Cowdray, Hodges, Marshalls - were granted no particular rights other than the naming of a room after them

Question from Air Cdre Rick Peacock-Edwards (regarding the same issue)

'I am aware that, thanks to a very generous offer by No 601 (The Millionaires) Sqn, the Victoria Bar is to be refurbished. I am also aware that at least one member of the board of trustees is a member of 601 Sqn. As a member of the arts committee, my main interest is in the Club art that is currently on display in the Victoria Bar, and there are a number of valuable items on display. The Arts Committee has long overseen the display of the extensive club art collection and there are some important paintings currently on display in the Victoria Bar. Further, the committee has recently carried out a comprehensive review of the location and display of all artwork in the RAF Club and a comprehensive paper has been presented to the committee on the subject. This paper, which included the Victoria Bar, is currently under discussion within the committee. I wish to be reassured that the Arts Committee will continue to oversee the display of art in the Victoria Bar. To introduce any other policy would go against extant RAF Club policy with regard to the art collection and would set a worrying precedent.'

Question from Squadron Leader Brian Moxey (regarding the same issue)

Re 601 Squadron and the refurbishment of the Victoria Bar. I fully understand the financial pressures on the Club, but as a former Trustee who served the Club for 33 years and upheld the interests of all Members, I am appalled by the

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decision to accept a monetary donation with conditions that recognises an organisation and creates a club within the Club. Not only is it outside the spirit of the Club, but sets a difficult precedent.

I believe the Chairman and Trustees should reverse this decision to create the 601 Sqn Room

Response from Sue Gray

Following the pandemic, capital projects have had to be put on hold within the Club and it is unlikely, without innovative funding, that the Club would be able to fund the projects for many years to come. There are higher priorities for the use of any fundraising activities, including building Reserves in order to weather any future catastrophe. The work in the Victoria Bar does need to take place, to bring the room back into use as a potential revenue earner, as it not been refurbished since the early 1980's. When the project was highlighted to 601 Squadron (Royal Auxiliary Air Force), they most generously offered to fund the refurbishment. There is no intention to limit any rights of access to Club Members for this room and the Arts Committee will continue to make recommendations to the Board of Trustees, as to where Art should be displayed in the Club, as per normal. From the Board of Trustees' perspective, this is an opportunity to get a capital works project done, that will otherwise not be scheduled for several years. The finer details of which are still being worked through.

Comment from Major Thomas Syburra

Regarding the Club catering, please keep up the quality first, using fresh ingredients only and don't get distracted by any convenience foods

Response from Sue Gray

Thank you. I am sure Michael (Dutnall, the Executive Chef) will appreciate your good comments.

Question from Squadron Leader Mark Richards

Are figures available in terms of the numbers of paying Membership and is there still a zero or low cost element of membership to newly commissioned Officers?

Response from John Fisher

Honorary Membership is currently less than 3%, so well over 90% of our membership pay a subscription. In terms of newly Commissioned Officers, we go to RAF Cranwell, and offer a remarkable low cost deal of £12 a year for the first 5 years following commissioning. This is proved very successful. The Club has always believed in charging something very small to new Officers, as something that costs nothing, often has no loyalty.

Closing remarks from Air Marshal Sue Gray:

Sirs, Ladies and Gentlemen, that concludes the 2021 RAF Club AGM.

Thank you so much for attending, voting and submitting questions. I hope you found the meeting useful. Without a doubt, the Club is going through one of its most difficult challenges ever. If you haven't yet had a chance to support with a donation and you are able to do so, please don't put it off. This will help us remain available to future Serving Officers and their families. Live streaming the AGM is also new to us and we would very much appreciate your feedback on the meeting today. As a reminder, if you submitted a question that we did not have time to answer today, it will be summarised and added to the minutes.

I would also like to thank the Club Staff, Roy Harris, Hannah Cottenden and Matthew Kent who have managed the technical side of this evening.

Lastly, on behalf of the Board of Trustees, thank you for your continued membership. I very much look forward to meeting you in the Club soon.

The meeting ended at 1857hrs

Date of the next Annual General Meeting:

Wednesday 8th June 2022 at 1800hrs