

The Royal Air Force Club 2019 Annual General Meeting

Wednesday 5th June 2019
The Royal Air Force Club – 1800hrs – The Sovereigns' Room

Officials present:

SG	Air Marshal Sue Gray	Chair of the Board of Trustees
JF	Mr John Fisher	Vice-Chairman of the Board of Trustees
MP	Mr Miles Pooley	Chief Executive Officer & Club Secretary
AB	Ms Anna Bennett	Club Auditor from haysmacintyre

The Chair welcomed those present and introduced those on the top table.
29 Members were present during the meeting.

1) Minutes of the meeting held on Wednesday 6th June 2018

Proposed for acceptance by: Group Captain Paul Stewart
Seconded for acceptance by: Flight Lieutenant Ian Melia

2) The Annual Accounts ~ Ms Anna Bennett

Proposed for acceptance by: Group Captain Ian Bruton
Seconded for acceptance by: Air Commodore Rick Peacock-Edwards

AB reported that the Club had a good year in 2018. The Club Shop in particular achieved excellent revenue with the Centenary Whisky and Centenary Gin selling very well. The 2018 audit focussed on the Centenary building project. AB requested that a thank you is noted for the excellent management team in place that provides information for the audit process.

Q – Mr John Marsh – I am unable to see the figures as I am blind. Is there a sum outstanding to the contractor for the building work?

A – JF – A financial update on the Centenary building project will be part of the presentation I will make shortly.

Q - Squadron Leader Dr Shah – the fixed assets have gone up by £4,000,000 – could you explain if this is the new building?

A – AB – £3,800,000 is the Centenary building. The remaining £200,000 is the refurbishment of some existing bedrooms

Q - Squadron Leader Dr Shah - I note that donations have gone down?

A - AW – The donations mentioned in the report refer to the spend of a £1,000,000 legacy that was spent over two years. This legacy was restricted to what it could be used for.

3) The Trustees' Annual Report ~ AM Sue Gray

Club Chairman, Air Marshal Sue Gray presented:

- an update on membership numbers
- key financial highlights from 2018
- a thank you to the former Club Vice-Chairman, Air Commodore Rick Peacock-Edwards

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- an introduction to the new Club President, Air Marshal Sir David Walker

The Trustees' Annual Report ~ Mr John Fisher

Mr John Fisher, Chairman of the Centenary building project board presented the final update on the new extension including a financial update. During the presentation, Mr Fisher confirmed that with the exception of a few snagging items, the project is now complete.

The Trustees' Annual Report ~ Mr Miles Pooley

The Chief Executive presented information on Club Events, staffing and the private visit of the Club Patron, Her Majesty The Queen.

Comment <unknown> I would like to thank the Board of Trustees and all those involved. The roof, laundry, all the back of house areas, well done. I am glad Members are using the facilities in a timely fashion.

Q – Group Captain Paul Stewart – can you tell us a little more about the retention?

A – JF – The Club does have a retention. The Club is still in negotiations with the contractor and it is likely that the Club will accept some of the repairs ourselves. The extension was undertaken under a standard build contract. We are unable to give the final numbers until the negotiations are complete.

4) The retirement of Trustees under the Articles of Association {10.8}

The Chairman thanked the Trustees who have retired since the last Annual General Meeting.

- Air Commodore Rick Peacock-Edwards (Club Vice-Chairman)
- Air Commodore Wendy Rothery (Chairman, Events Committee)
- Group Captain Ian Bruton (Chairman, Finance, Audit & Risk Committee)
- Group Captain Mark Heffron (Chairman, Centenary Celebrations Committee)
- Wing Commander Michael Gilbert (Chairman, Arts Committee)

The Chairman reported that Air Commodore Rick Peacock-Edwards and Wing Commander Michael Gilbert are remaining on the Club Arts Committee.

5) The retirement of & appointment of Trustees under the Articles of Association {10.8}

The Club Chairman recommended reported that the following Trustees are due to retire and put themselves forward for re-election:

- Air Commodore Barbara Cooper
- Hon. Group Captain Jo Salter
- Wing Commander James Hill
- Squadron Leader Sean O'Brien
- Flight Lieutenant Ian Melia
- Mr John Fisher

Proposed for acceptance by: Flight Lieutenant Andy Richardson

Seconded for acceptance by: Squadron Leader J Gavin Turnbull

The nominees were re-appointed to the Board of Trustees.

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6) **The appointment of Trustees under the Articles of Association {10.8} ~ Air Marshal Sue Gray**

The Club Chairman recommended the following nominees who have put themselves forward for election to the Board of Trustees:

- Group Captain James (Jim) Beldon
- Group Captain Alan Lockwood
- Wing Commander Paula Willmot
- Flight Lieutenant Haig Tyler

Proposed for acceptance by: Air Commodore Rick Peacock-Edwards

Seconded for acceptance by: Squadron Leader Michael Coaten

The nominees were re-appointed to the Board of Trustees.

7) **The appointment of the Vice-Chairman**

The Club Chairman recommended that Mr John Fisher be appointed as the Vice-Chairman of the Royal Air Force Club

Proposed for acceptance by: Wing Commander Clive Upton

Seconded for acceptance by: Flight Lieutenant Peter Stunell

Mr John Fisher was appointed as the Club Vice-Chairman

8) **The appointment of the Chairman**

The Club Vice-Chairman recommended that Air Marshal Sue Gray be reappointed as Chairman of the Board of Trustees.

Proposed for acceptance by: Group Captain Ian Bruton

Seconded for acceptance by: Wing Commander Clive Upton

Air Marshal Sue Gray was reappointed as Chairman of the Board of Trustees

9) **The appointment and remuneration of the Auditors**

The Chairman recommended that 'haysmacintyre' be reappointed as the Club auditors.

Proposed for acceptance by: Mr Brian Lay

Seconded for acceptance by: Mr Sandy Copland

By a show of hands, haysmacintyre were reappointed as the Club auditors by over a 2/3rd majority with no votes against.

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

The Chair reported that no matters had been submitted in accordance of 10.G

11) **Any other business**

Q - Mr John Marsh – On behalf of my daughter, the coffee machine in the Running Horse does not make proper cappuccinos. Could this be looked into?

A – MP – Yes. I will introduce you to the new Director of Food & Beverage, Mr Serge Pradier following this meeting who will take your specific comments and see what can be improved.

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Q - Squadron Leader Dr Shah - The coffee machine in the Business Centre is 50p. What do you do if you don't have change?

A – MP – you can pay by contactless card

Q - Flight Lieutenant Andy Richardson – I was delighted to nominate the reappointment of the Trustees. I do have a question about the recruitment process. It used to be that Trustees served for 2 terms. Now it is 3 terms of 3 years, with the reason being given that it takes time to get to know the Club and how it operates. During the last search, I believe over 90 nominations were received. I would encourage the Trustees to look again at 2 terms and also that new Trustees should be sourced from Committees. With the Honourable Company of Air Pilots, all the candidates submit their CV's and the Members then vote and decide. At the Club we only vote on those you have chosen to put forward.

A – JF - Thank you for your question. I believe we have spoken about the recruitment process before. Until recently there was no term limit for members of the Board of Trustees. This was established following a recommendation from the substantial governance review that was undertaken. There is a danger of appointing people for shorter terms as it does take time to get to know the Club, with some projects needing continuity. I think 3 years x 3 terms is a good outcome and allows for a programme of refreshing Trustees. The recent recruitment took into account the skills missing from our Board skills matrix. All the CV's were vetted by the Nominations Committee which also included an independent Club Member. We do encourage those interested to serve on a Committee first but it is not a requirement. It is as good a process as I have ever seen.

Q - <unknown> What is the Club doing to encourage new members and younger members.

A – Wing Commander James Hill, Chairman of the Membership Committee – The Club goes to Cranwell 6 or 7 times a year to the freshers fair for those IOT Cadets finishing their training and gets contact information. When they graduate we follow up on those contacts. Newly Commissioned Officers also benefit from the £5 for 5years introductory offer. The Club has also removed all barriers to re-joining for Full members who have resigned and wish to become members again.

Q - <unknown> - I note that the Club has introduced a Service Charge. I feel it doesn't do the Club a great deal of justice and puts Members in a difficult position as many would rather tip the staff accordingly. I know from the presentation earlier that there is a need to recruit good staff, but I would like the Trustees to reconsider as this does not enhance the Club.

A – SG – The Trustees debated long and hard about how to increase pay and benefits that looked at industry best practices. We agreed that we did not want to impose a service charge on the membership which is why it is optional for members. The Board can reconsider it.

A – MP – Most of the service charge comes from functions and goes to front line staff. The ruling is that those who have a desk position, they are normally not eligible. When staff give cash tips, they normally just go to that Member of Staff. The service charge goes to all the support staff as well. The service charge has been very well received.

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Q - <unknown> - Looking at the accounts, last year we paid out over £100,000 to credit card companies for their transaction fee. I would like to recommend to pay by debit cards or cash.

A – AW – although the figure seems high when written like that, it is a very small processing fee. Debit Cards are slightly better as they are a fixed fee but on the whole it is less than 1%.

Comment - Squadron Leader J Gavin Turnbull – I would like to state that I fully support the Service Charge as it all goes to the staff.

Q – Flight Lieutenant Angus McDougall – I would like to raise a couple of issues. Firstly, may I thank trustee Squadron Leader James Poynton who spared me some time earlier on to discuss the Club Art.

Secondly, may I comment on the Club Leadership. There is no one sitting in this room who doesn't understand the practice of leadership, however I must congratulate Air Marshal Sue Gray who has exercised that leadership with skill and grace. She has the skill to appoint and delegate to people like [former Trustee Group Captain] Mark Heffron and rely on people like Air Commodore Rick Peacock-Edwards. You have enough sense to leave Miles [Chief Executive & Club Secretary] alone. I can remember sitting in Peter Owens [the former Club Secretary] office and we were having a deep philosophical discussion about whisky. He said he doesn't envy his successor with everything happening. Miles turned up and has not done anything other than provide excellent leadership and Club. Also thank the other who like those who have served the Club for more than 30yrs. Well done.

If I may talk about the AGM. We have 14,000 voting Members – I suspect that many turn up year after year. I think, when the counting is done – less than 40 people are here. Less than 1/3rd of 1%. I proposed in a prior AGM to make the AGM available online. It was earlier in your tenure and I distinctly remember offering to purchase the equipment. I was told that the reason the Club could not do it was down to cost, security and advising the Members. With regards to informing members, you simply state it on the agenda. They don't have to consent and we already capture their images when they walk in the doors. Security – from a personal point of a view – all over the internet – took me a few seconds to find you all. What I would ask the Trustees to do, to increase turnout if you are not going to support this proposal – what are you going to do? Cost, security and advising the Members.

A – SG – Thank you Angus. You raise a good question. It is true that the vast membership don't come to the AGM. Clearly had other priorities this year. Do I think it is possible to stream? Yes, but there are other factors such as voting online. Some members we know are not interested and some want access to information without having to travel down. However, we will review it again, for the last time.

Comment - Squadron Leader J Gavin Turnbull - I volunteer at an air show. Our meetings are video recorded and put online.

A - SG – Thank you. We will review this again.

The meeting formally closed at 1905hrs