

HACKNEY CITY TENNIS CLUBS' ANNUAL GENERAL MEETING (AGM)

DRAFT MINUTES OF THE AGM HELD ON WEDNESDAY 9th DECEMBER 2019 7:00PM. THE MEETING WAS HELD VIRTUALLY USING ZOOM.

Present

Directors: Howard Bennett (Chair), David Harrison, Francesco Caselli, Daniela Aramu, Maurine Lewin, Cristian Winder, Lisa Watch, Alison Hunter.

Management: James Mills, Natalia Brebu

Members in attendance: Phil Semper, Christian Coombes, Yvonne Bennett, David Pagliaro, George Howe, Nigel Ware, Katy Reynolds, Daniel Mortlock, Alison Cook, Michele Puccioni, Polly Jeanneret, Gareth Jones, Nadia Weekes, Eloy Mora Vargas.

Apologies: Fatemeh Beyad

Welcome

Howard Bennett (Chair) welcomed everyone and thanked them for joining the meeting. Howard noted that it has been an unusual year, posing both positive and negative challenges. During the two lockdowns, Hackney Tennis had to ensure that all staff and coaches were secure. Howard thanked the new management team of James and Natalia who have risen to the challenge. On the positive side there has been a surge of interest for participation in tennis which has tested the facilities but should also help Hackney Tennis achieve its planned enhancements.

Howard handed over to James Mills (Managing Director) who provided some instructions to members on Zoom procedures and outlined the Zoom polling feature that would be used to cast votes during the evening.

Ordinary Business

Approval of the 2019 AGM Minutes

Howard asked if there were any questions on the 2019 AGM minutes and as there was none, a poll was conducted, and the 2019 AGM minutes were approved unanimously.

Do you support the resolution to approve the Report of the Directors and Audited Financial Statements for the Year Ended 31 March 2020?

Consideration of the Report of the Directors and Audited Financial Statements for the Year Ended 31 March 2020

Howard presented and explained the accounts of HT to 31st March 2019.

The 2019/20 fiscal year ended with a total revenue of £426,913 (2019: £452,032), a surplus of £44,000 (2019: £68,000) and reserves of £259,055. The reduction in revenue was attributable to running fewer holiday camps, a reduced coaching programme, and the change to a one-off £5 membership fee.

Expenditure was £380,921 (2019: £380,396) and it was noted that an increase in wages had been offset by a reduction in the court fees to the Council.

Howard asked if there were any questions on the accounts and there was none. A poll was run to approve the accounts and Directors' report and this was carried with 76% of the vote.

Managing Director's Report

James presented the key elements of his pre-circulated report. The demand and enthusiasm for tennis in Hackney is extremely high and this bodes well for the future. The significant increase in demand this year has presented a variety of challenges and James passed on his thanks to the entire HT (Hackney Tennis) team for their challenging work in overcoming these difficulties.

The main facility works during 2020 were the completion of the hard court resurfacing at Clissold Park which has improved drainage and feedback from members has been positive and thanks to Hackney Council for these works. Various smaller works have been completed including the installation of ten new nets, court cleaning at Millfield, Aske Gardens and Hackney Downs, and the interior of the pavilion is being painted and will be completed in December.

The HT coaching team deliver 75+ classes a week during term time with hundreds of participants enrolled. The lockdowns reduced the number of weeks classes could be run but the courses that have run have been very well attended. New sessions have been introduced including team coaching, 8U match-play session, a parent-and-child tennis project, and cardio tennis. A range of holiday camps were also run for various levels and were well attended.

James expressed how grateful he was to the coaching team for the welcome and assistance they have provided him in his new role and their excellent work over the year. The coaches have a lot of innovative ideas for the development of Hackney Tennis.

Between the two lockdowns there were 15,725 additional court bookings compared to the same period in 2019. The sites that are not normally so busy i.e. Spring Hill, Millfields and Hackney Downs have had significant increase in usage which will be reflected in the current fiscal year's accounts. The demand has tested the booking system to the limit and adaptations have had to be made such as the website having to be moved onto a new server to handle the number of visitors.

The operations team have done an incredible job handling the volume of bookings and James thanked all of them for their commitment and hard work. James also thanked Operations Manager, Natalia Brebu, for excellent work, patience, and dedication during the year.

The Hackney Tennis adult teams performed well in the 2019 winter league with Women's 1 and 2 winning their divisions and Men's 4 and Mixed 2 securing second position and promotion. James thanked all the captains for their time and commitment running the teams. The Hackney Tennis Spin adult singles league has continued to grow and a record 140 players are competing in the current league.

Junior competitions have been restricted across the country, but Hackney Tennis ran several events in 2020. James emphasised that providing juniors and adults with competitive opportunities would be a key focus for the future.

A five-year development plan will be released in early 2021 that will combine the targets established with Hackney Council with the ideas and visions of the members and coaching team. James concluded by thanking the Board for their assistance over the year and Howard Bennett for helping him settle into his new role.

Election of Directors

Howard noted that Alison Hunter, Daniela Aramu and Francesco Caselli are standing down as directors this year and thanked them all for their input which has been immeasurable. One director nomination form had been received from David Pagliaro. David introduced himself and explained he is a keen Hackney Tennis player who loves the game and would be eager to help the board and the team to develop Hackney Tennis. David outlined his experience in securing funding and how he felt this could be of benefit to Hackney Tennis.

Howard asked if there were any questions.

Alison Cooke asked why there were so few nominations. Howard explained that this has been a common issue and felt that it may need to be publicised more effectively but if anyone had suggestions, they should put them forward. Howard said that the Board could co-opt new directors if necessary.

There were no additional questions, and a vote was held to decide if David Pagliaro should be elected to the Hackney Tennis Board. David was voted onto the Board with 94% of the votes.

Appointment of Knox Cropper as auditors for current financial year

Howard confirmed that he knew of no reasons not to appoint Know Cropper who are specialists in the charity sector. Howard asked members if there were any questions and there was none. A vote was held on their appointment which was carried unanimously.

Extraordinary Business

Howard explained that the members would now be asked to consider special resolutions that would require 75% of the vote to be carried. The first resolution would be to change the company name from Hackney City Tennis Club's to Hackney Tennis. The second resolution would be to change Hackney Tennis from a limited company to a charity and the rationale for this covered the financial considerations of not being liable for corporation tax, removing the future risk of paying business rates and assisting with funding bids. Along with having to adopt Articles of Association that are acceptable to the Charity Commission the directors would become Trustees and there could be a nominal increase to the annual audit fee due to additional accounting requirements.

Howard asked whether there were any questions on changing the company name and there was none. A vote was taken, and the special resolution was carried with 94% of the votes.

Charitable Status

Howard asked the members if there were any questions on the Special Resolution to change Hackney Tennis to a charity.

Alison Cooke asked if extra insurance was required due to Trustees becoming more liable?

Howard answered that he did not think the liability would be increased. Alison said that without seeing a five-year plan it was difficult to weigh up the pros and cons of the move.

Alison asked if Hackney Council could favour future tender applicants who pay business rates?

Howard replied that he did not think so because the Council's primary focus was ensuring the facilities are well run for Hackney residents and not on increasing revenue.

Alison asked what Hackney Tennis's reserve policy is and how changing to a charity would affect that?

Howard explained that Hackney Tennis would usually keep £100,000 in reserve for contingencies and look to leverage the rest for match funding.

Alison asked if Hackney Tennis would spend £150,000 within the first year to reduce the reserves.

Howard said that it would be used in a way to maximise the surplus to best improve the facilities over more than a one-year horizon. This would also depend on when the spending would take place and the timing of projects.

Polly Jeanneret asked if there was anything in the five-year plan that would not be possible as a charity and therefore restrict Hackney Tennis's development?

Howard said that the Board was comfortable that everything would still be feasible as a charity but also explained that if a more commercial opportunity came up Hackney Tennis could establish a subsidiary that would pay Corporation Tax.

Polly asked if there are any other tennis clubs that are charities that you have talked to.

Howard answered that none had been approached and asked James if he had knowledge of any club's operating as charities. James knew of one club thriving as a charity and would pass the details on to Polly.

There were no further questions and vote then held on whether to change Hackney Tennis to a charity which was carried by 80% of the votes.

Howard outlined that Brabners, who are the solicitors who work with the Lawn Tennis Association, drafted the amended Articles of Association to be acceptable to the Charity Commission. Howard asked if there were any questions on the amended Articles.

George Howe asked whether the objectives of the charity were in line with the five-year plan? Howard said that the Board was comfortable that they would be.

There were no further questions, and the vote was held on whether to alter the company's Articles of Association to take the form of the pre-circulated Articles of Association.

Based on 15 votes for and 7 abstentions Howard confirmed that legal advice would be taken to confirm whether this vote was carried or not.

David Harrison asked why previous members were listed on the memorandum and Howard confirmed this was a historic document that could not be changed.

All Other Business

Howard Bennett then opened the meeting for members' questions.

Daniel Mortlock outlined his view that players booking courts and then not using them was an issue and that he would like to know if other members felt it was a problem. Several members indicated that they had noticed this problem. Howard said that he had noticed this problem with the free time slots in the morning and that it has been discussed with the Council to make these slots bookable at off-peak rates which could alleviate the issue.

Nigel Ware expressed that he felt it was an issue and wondered if a three-strikes-and-out system would help.

Howard Bennett mentioned digital gate access to the courts as a potential solution which would enable an audit of anyone not making use of their court bookings.

Lisa Watch suggested sending out a friendly email to members explaining the issue and asking people not to book courts unless they are going to use them.

Alison Cooke explained that the Lido use a scanner to record users which could be investigated by Hackney Tennis. Howard felt this was worth researching.

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David Harrison suggested that consideration should be given to whether as a charity we would want to put code access on the courts as this could restrict public access.

Nigel Ware said that the fencing around the Clissold Park courts is terrible and not fit for purpose and asked that this be dealt with as a matter of urgency. James Mills replied that although Hackney Council have not approved this work, he was hopeful that the work would take place early in 2021.

Daniel Mortlock said that he was against locking the courts but did think that an electronic pin system and a club email would be beneficial.

Howard said that an email would be sent out to registered users.

There were no further questions. Howard Bennett thanked all in attendance and the meeting was ended.